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*Attorneys for the Ad Hoc Committee of
Governmental and Other Contingent
Litigation Claimants*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : **Chapter 11**
:
PURDUE PHARMA L.P., et al., : **Case No. 19-23649 (RDD)**
:
Debtors.¹ :
:
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**TWENTY-SECOND MONTHLY FEE STATEMENT OF
KRAMER LEVIN NAFTALIS & FRANKEL LLP,
CO-COUNSEL TO THE AD HOC COMMITTEE, FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE
PERIOD FROM JULY 1, 2021 THROUGH JULY 31, 2021**

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

Name of Applicant	Kramer Levin Naftalis & Frankel LLP
Authorized to Provide Professional Services to:	Ad Hoc Committee of Governmental and Other Contingent Litigation Claimants
Date of Order Approving Debtors' Payment of Fees and Expenses of Applicant:	December 2, 2019
Period for which compensation and reimbursement is sought	July 1, 2021 through and including July 31, 2021
Amount of Compensation sought as actual, reasonable, and necessary	\$1,612,667.50
Current Fee Request	\$1,290,134.00 (80% of \$1,612,667.50)
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$8,734.22
Amount of Compensation and Expenses sought as allowed under the Fee Order	\$1,298,868.22
Total Fees and Expenses Inclusive of Holdback	\$1,621,401.72
This is a(n): <input checked="" type="checkbox"/> monthly ___ interim application ___ final application	

SUMMARY OF MONTHLY FEE STATEMENTS

<i>Application</i>	<i>Total Compensation and Expenses Incurred for Period Covered</i>			<i>Total Amount Requested in Fee Statements</i>		<i>Total Unpaid</i>
Date Filed/ Docket No.	Period Covered	Total Fees	Expenses	Fees (80%)	Expenses (100%)	Fees and Expenses
12/9/2019 634	9/16/2019- 10/31/2019	\$1,099,075.50	\$30,479.64	\$879,260.40	\$30,479.64	\$0.00
1/30/2020 792	11/1/2019- 11/30/2019	\$688,772.25	\$4,206.77	\$551,017.80	\$4,206.77	\$0.00
3/16/2020 930	12/1/2019- 12/31/2019	\$451,659.00	\$8,050.70	\$361,327.20	\$8,050.70	\$0.00
3/16/2020 939	1/1/2020- 1/31/2020	\$395,585.50	\$4,712.17\$	\$316,468.40	\$4,712.17	\$0.00
5/5/2020 1131	2/1/2020- 2/29/2020	\$432,757.50	\$3,439.62	\$346,206.00	\$3,439.62	\$0.00
6/15/2020 1269	3/1/2020- 3/31/2020	\$370,398.50	\$51,598.57	\$296,318.80	\$51,598.57	\$0.00
7/14/2020 1389	4/1/2020- 4/30/2020	\$476,681.00	\$5,989.84	\$381,344.80	\$5,989.84	\$0.00
7/15/2020 1413	5/1/2020- 5/31/2020	\$298,077.50	\$31,689.62	\$238,636.00	\$31,689.62	\$0.00
9/25/2020 1727	6/1/2020- 6/30/2020	\$413,601.00	\$4,238.27	\$330,880.80	\$4,238.27	\$0.00
11/2/2020 1888	7/1/2020- 7/31/2020	\$408,012.00	\$3,537.82	\$326,409.60	\$3,537.82	\$0.00
11/16/2020 1987	8/1/2020- 8/31/2020	\$319,182.00	\$22,816.40	\$255,345.60	\$22,816.40	\$0.00
11/16/2020 1992	9/1/2020- 9/30/2020	\$558,041.50	\$39,378.85	\$446,433.20	\$39,378.85	\$0.00
12/14/2020 2133	10/1/2020- 10/31/2020	\$649,029.00	\$5,852.10	\$519,223.20	\$5,852.10	\$0.00
2/3/2021 2347	11/1/2020- 11/30/2020	\$803,716.50	\$50,743.79	\$642,973.20	\$50,743.79	\$0.00
3/17/2021 2506	12/1/2020- 12/31/2020	\$415,309.50	\$1,431.56	\$332,247.60	\$1,431.56	\$0.00
3/17/2021 2509	1/1/2021- 1/31/2021	\$395,187.50	\$2,371.83	\$316,150.00	\$2,371.83	\$0.00
6/11/2021 3018	2/1/2021- 2/28/2021	\$587,709.50	\$1,439.44	\$470,167.60	\$1,439.44	\$0.00
7/8/2021 3126	3/1/2021- 3/31/2021	\$1,103,186.50	\$3,633.38	\$882,549.20	\$3,633.38	\$0.00
7/15/2021 3210	4/1/2021- 4/30/2021	\$1,071,572.50	\$4,889.14	\$857,258.00	\$4,889.14	\$0.00
7/15/2021 3211	5/1/2021- 5/31/2021	\$1,160,384.50	\$4,373.08	\$928,307.60	\$4,373.08	\$0.00

9/9/2021 3746	6/1/2021- 6/30/2021	\$1,623,853.50	\$9,891.25	\$1,299,082.80	\$9,891.25	\$1,633,744.75
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Pursuant to sections 363(b) and 365 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), the *Order Authorizing the Debtors to Assume the Reimbursement Agreement and Pay the Fees and Expenses of the Ad Hoc Committee’s Professionals* [Docket No. 553] (the “**Fee Order**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 529] (the “**Interim Compensation Order**,” and together with the Fee Order, the “**Orders**”), Kramer Levin Naftalis & Frankel LLP (the “**Applicant**”), Co-Counsel to the Ad Hoc Committee of Governmental and Other Contingent Litigation Claimants (the “**Ad Hoc Committee**”), hereby submits this Twenty-Second Monthly Fee Statement (the “**Statement**”) for the period of July 1, 2021 through and including July 31, 2021 (the “**Monthly Fee Period**”).

Itemization of Services Rendered by Applicant

Annexed hereto as “**Exhibit A**” is a schedule of the aggregate number of hours expended and fees incurred by professionals and paraprofessionals during the Monthly Fee Period by project category. Annexed hereto as “**Exhibit B**” is a schedule of the individuals and their respective titles that provided services during this Monthly Fee Period, along with their respective billing rates and the total number of hours spent by each individual during this Monthly Fee Period. The blended hourly billing rate of attorneys for all services provided during the Monthly Fee Period is \$1,180.56.² The blended hourly billing rate of all paraprofessionals is \$440.00.³

² The blended hourly rate for all attorneys was derived by dividing the total fees for such professionals of \$1,601,667.50 by the total hours of 1,356.70.

³ The blended hourly rate for all paraprofessionals was derived by dividing the total fees for such paraprofessionals of \$11,000.00 by the total hours of 25.00.

Annexed hereto as “**Exhibit C**” is a schedule of the actual, necessary expenses that Applicant incurred during the Monthly Fee Period.

Annexed hereto as “**Exhibit D**” are the time records of Applicant for this Monthly Fee Period organized by project category with a daily time log explaining the time spent by each attorney and other professional and an itemization of expenses.

Notice

Applicant will provide notice of this Application in accordance with the Orders. Applicant submits that no other or further notice be given.

Pursuant to the Interim Compensation Order, any party objecting to the payment of interim compensation and reimbursement of expenses as requested shall, within 14 days of service of the Statement, serve via email, to the Notice Parties (as defined in the Interim Compensation Order), a written notice setting forth the precise nature of the objection and the amount at issue.

If no objection is timely served pursuant to the Interim Compensation Order, the Debtors shall be authorized and directed to pay Applicant an amount equal to 80% of the fees and 100% of the expenses incurred during the Monthly Fee Period.

If an objection is timely served pursuant to the Interim Compensation Order, the Debtors shall be authorized and directed to pay Applicant an amount equal to 80% of the fees and 100% of the expenses that are not subject to an objection. Any objection must set forth the precise nature of the objection and the amount at issue. It shall not be sufficient to simply object to all fees and expenses.

WHEREFORE, Applicant respectfully requests (i) compensation in the amount of \$1,290,134.00, which represents 80% of billable time for services rendered by Applicant as co-counsel to the Ad Hoc Committee during this Monthly Fee Period, and (ii) reimbursement of the

actual, necessary expenses incurred and recorded by Applicant during this Monthly Fee Period in the amount of \$8,734.22.

Dated: New York, New York
September 9, 2021

Respectfully submitted,

By: /s/ Kenneth H. Eckstein

Kenneth H. Eckstein
Rachael Ringer
Caroline F. Gange
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*Attorneys for the Ad Hoc Committee of
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Litigation Claimants*

EXHIBIT A

SUMMARY OF FEES BY PROJECT CATEGORY

Matter	Matter Name	Hours	Total
00001	Asset Analysis and Recovery	2.60	\$2,934.00
00003	Business Operations	8.60	\$9,237.00
00004	Case Administration	1.60	\$704.00
00006	Employment and Fee Applications	43.90	\$28,082.50
00008	Litigation	459.20	\$488,584.00
00009	Meetings and Communications with Ad-Hoc Committee & Creditors	113.70	\$128,174.50
00011	Plan and Disclosure Statement	752.10	\$954,951.50
TOTAL		1,381.70	\$1,612,667.50

EXHIBIT B

SUMMARY OF PROFESSIONALS FOR THE MONTHLY FEE PERIOD

Timekeeper	Title	Year Admitted	Department	Hourly Billing Rate	Total Hours Billed	Total Fees
Arthur H. Aufses III	Partner	1981	Litigation	1450	1.10	\$1,595.00
John Bessonette	Partner	1999	Corporate	1300	41.60	\$54,080.00
Jonathan S. Caplan	Partner	1993	Intellectual Property	1300	6.80	\$8,840.00
Abbe Dienstag	Partner	1983	Corporate	1375	0.20	\$275.00
Kenneth H. Eckstein	Partner	1980	Creditors' Rights	1575	149.60	\$235,620.00
David J. Fisher	Partner	1985	Corporate	1450	162.70	\$235,915.00
Robert N. Holtzman	Partner	1993	Employment Law	1175	0.20	\$235.00
Gregory A. Horowitz	Partner	1991	Litigation	1400	1.50	\$2,100.00
Rachael Ringer	Partner	2011	Creditors' Rights	1200	42.60	\$51,120.00
Jordan M. Rosenbaum	Partner	2004	Corporate	1275	87.00	\$110,925.00
Jonathan M. Wagner	Partner	1984	Litigation	1375	72.70	\$99,962.50
David E. Blabey	Counsel	2005	Creditors' Rights	1105	111.20	\$122,876.00
Helayne O. Stoopack	Counsel	1982	Tax	1130	65.70	\$74,241.00
Marcus Colucci	Special Counsel	2003	Intellectual Property	1105	3.50	\$3,867.50
Karen S. Kennedy	Special Counsel	1991	Litigation	1105	47.60	\$52,598.00
Hunter Blain	Associate	2020	Creditors' Rights	715	49.30	\$35,249.50
Boaz Cohen	Associate	2015	Litigation	1010	14.50	\$14,645.00
Caroline Gange	Associate	2017	Creditors' Rights	950	81.40	\$77,330.00
Rachel Goot	Associate	2020	Litigation	715	65.80	47,047.00
Mariya Khvatskaya	Associate	2016	Tax	1010	72.20	\$72,922.00
Matthew Klegon	Associate	2016	Corporate	1010	2.40	\$2,424.00
Ilya Kontorovich	Associate	2014	Corporate	1040	2.00	\$2,080.00
Daniel Lennard	Associate	2014	Litigation	1065	78.20	\$83,283.00
Lisa Pistilli	Associate	2002	Corporate	1010	27.30	\$27,573.00

Seth Schinfeld	Associate	2007	Litigation	1090	61.60	\$67,144.00
Jeffrey Taub	Associate	2010	Corporate	1090	108.00	\$117,720.00
Wendy Kane	Paralegal	N/A	Creditors' Rights	440	24.80	\$10,912.00
Jacqueline Kindler	Paralegal	N/A	Creditors' Rights	440	0.20	\$88.00
	Total				1,381.70	\$1,612,667.50

EXHIBIT C

SUMMARY OF OUT OF POCKET EXPENSES

DESCRIPTION	AMOUNT
Bloomberg Law Retrieval Fees	\$4.46
Color Copies	13.70
Courier Services	421.28
Data Hosting Charges	511.44
Document Retrieval Fees – Third Party	39.14
In-House/Meals	40.00
Lexis Online Research	734.94
Meals/T&E	15.45
Pacer Online Research	35.60
Photocopying	225.30
Telecommunication Charges	357.65
Transcript Fees	106.80
Westlaw Online Research	6,228.46
TOTAL EXPENSES	\$8,734.22

EXHIBIT D

Kramer Levin



August 31, 2021

Ad Hoc Committee of Governmental and Other
Contingent
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FOR PROFESSIONAL SERVICES rendered through July 31, 2021.

Fees	\$1,612,667.50
Disbursements and Other Charges	8,734.22
TOTAL BALANCE DUE	<u><u>\$1,621,401.72</u></u>

FEES AND DISBURSEMENTS POSTED AFTER THE BILLING PERIOD SHOWN ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID # 13-1944339

Kramer Levin Naftalis & Frankel LLP
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MATTER SUMMARY

For professional services rendered through July 31, 2021 in connection with the following matters:

Matter	Matter Name	Fees	Disbs	Total
072952-00001	Asset Analysis and Recovery	\$2,934.00	\$8,734.22	\$11,668.22
072952-00003	Business Operations	9,237.00	0.00	9,237.00
072952-00004	Case Administration	704.00	0.00	704.00
072952-00006	Employment and Fee Applications	28,082.50	0.00	28,082.50
072952-00008	Litigation	488,584.00	0.00	488,584.00
072952-00009	Meetings and Communications with Ad-Hoc Committee & Creditors	128,174.50	0.00	128,174.50
072952-00011	Plan and Disclosure Statement	954,951.50	0.00	954,951.50
Subtotal		1,612,667.50	8,734.22	1,621,401.72
TOTAL CURRENT INVOICE				\$1,621,401.72



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Asset Analysis and Recovery

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Fisher, David J.	Partner	0.70	\$1,015.00
Klegon, Matthew	Associate	1.90	1,919.00
TOTAL FEES		2.60	\$2,934.00

DISBURSEMENTS AND OTHER CHARGES SUMMARY

DESCRIPTION	AMOUNT
Bloomberg Law Retrieval Fees	\$4.46
Color Copies	13.70
Courier Services	421.28
Data Hosting Charges	511.44
Document Retrieval Fees-Third Party	39.14
In-House/Meals	40.00
Lexis Online Research	734.94
Meals/T & E	15.45
Pacer Online Research	35.60
Photocopying	225.30
Telecommunication Charges	357.65
Transcript Fees	106.80



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Asset Analysis and Recovery

Westlaw Online Research	6,228.46
TOTAL DISBURSEMENTS AND OTHER CHARGES	\$8,734.22

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/1/2021	Fisher, David J.	Review FTI emails regarding IAC diligence questions.	0.70	\$1,015.00
7/1/2021	Klegon, Matthew	Call with Brown Rudnick re trust diligence (0.5); review diligence questions sent from Brown Rudnick to Akin (0.1).	0.60	606.00
7/2/2021	Klegon, Matthew	Review trust document diligence list and send response to KL team re same (0.2); review IAC loan chart (0.1).	0.30	303.00
7/8/2021	Klegon, Matthew	Communicate with KL and Brown Rudnick teams re trust diligence.	0.10	101.00
7/9/2021	Klegon, Matthew	Call with Brown Rudnick and Akin teams regarding trust document diligence (0.3); review correspondence between Brown Rudnick and Akin teams regarding trust document diligence (0.1).	0.40	404.00
7/10/2021	Klegon, Matthew	Review emails among DPW, BR and Akin teams re trust document diligence.	0.20	202.00
7/13/2021	Klegon, Matthew	Liaise with Brown Rudnick team re trust diligence (0.1).	0.10	101.00
7/20/2021	Klegon, Matthew	Review correspondence re trust diligence.	0.10	101.00



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Asset Analysis and Recovery

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/21/2021	Klegon, Matthew	Review responses from Akin to trust diligence questions.	0.10	101.00
TOTAL			2.60	\$2,934.00



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Business Operations

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Eckstein, Kenneth H.	Partner	0.50	\$787.50
Ringer, Rachael L.	Partner	1.10	1,320.00
Blabey, David E.	Counsel	2.10	2,320.50
Gange, Caroline	Associate	3.80	3,610.00
Schinfeld, Seth F.	Associate	1.10	1,199.00
TOTAL FEES		8.60	\$9,237.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/9/2021	Ringer, Rachael L.	Calls with A. Troop (0.4) and DPW (0.4) re: KEIP/KERP issues.	0.80	\$960.00
7/12/2021	Eckstein, Kenneth H.	Call with DPW re KEIP (0.5).	0.50	787.50
7/22/2021	Gange, Caroline	Calls/emails w/ FTI and Pillsbury re KEIP/KERP issues (0.7); discussions w/ R. Ringer re same (0.2).	0.90	855.00
7/23/2021	Ringer, Rachael L.	Attend portion of call with DPW/FTI re: KEIP/KERP (0.3).	0.30	360.00
7/23/2021	Gange, Caroline	Call w/ KL and NCSG re KEIP/KERP (0.5); emails w/ KL team re same (0.2).	0.70	665.00
7/29/2021	Blabey, David E.	Attend hearing on KERP.	2.10	2,320.50
7/29/2021	Schinfeld, Seth F.	Attend portions of Court hearing on KERP issues.	1.10	1,199.00



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Business Operations

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/29/2021	Gange, Caroline	Prepare for (0.1) and attend KERP hearing (2.1).	2.20	2,090.00
TOTAL			8.60	\$9,237.00



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Case Administration

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Kane, Wendy	Paralegal	1.40	\$616.00
Kindler, Jacqueline	Paralegal	0.20	88.00
TOTAL FEES		1.60	\$704.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/8/2021	Kane, Wendy	Email S. Schinfeld re deposition schedule and update case calendar.	0.10	\$44.00
7/12/2021	Kane, Wendy	Email S. Schinfeld re deposition notices and calendar same.	0.10	44.00
7/13/2021	Kane, Wendy	Review docket for upcoming hearing dates and email H. Blain re same (0.2).	0.20	88.00
7/14/2021	Kane, Wendy	Review docket and update case calendar.	0.10	44.00
7/16/2021	Kane, Wendy	Review docket and update case calendar.	0.10	44.00
7/25/2021	Kane, Wendy	Review files for transcript of hearing on examiner motion (0.1); email D. Blabey re same (0.1).	0.20	88.00
7/28/2021	Kindler, Jacqueline	Register KL team for upcoming hearing and correspondence w/ KL team re same (0.2).	0.20	88.00



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Case Administration

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/29/2021	Kane, Wendy	Emails w/ KL team re dial in lines for hearing (0.1); calls and emails to court re same (0.2).	0.30	132.00
7/30/2021	Kane, Wendy	Review third amended confirmation schedule order and update calendar re same (0.2); emails w/ J. Wagner re same (0.1).	0.30	132.00
TOTAL			1.60	\$704.00



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Employment and Fee Applications

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Ringer, Rachael L.	Partner	1.90	\$2,280.00
Blain, Hunter	Associate	15.50	11,082.50
Gange, Caroline	Associate	6.00	5,700.00
Kane, Wendy	Paralegal	20.50	9,020.00
TOTAL FEES		43.90	\$28,082.50

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/1/2021	Blain, Hunter	Further review May fee statement for privilege/confidentiality issues and compliance with UST guidelines (1.7).	1.70	\$1,215.50
7/1/2021	Kane, Wendy	Revise April fee statement per attorney comments (0.5); revise May fee statement per attorney comments (0.6).	1.10	484.00
7/2/2021	Blain, Hunter	Emails with fee examiner, C. Gange, and billing regarding LEDES data (0.2); review LEDES data (0.2); emails with K. Eckstein, R. Ringer, and C. Gange re outstanding fee statements (0.2).	0.60	429.00
7/2/2021	Gange, Caroline	Further review and revise April fee statement for privilege/confidentiality and compliance with UST guidelines.	0.60	570.00



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Employment and Fee Applications

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/4/2021	Blain, Hunter	Emails with K. Eckstein re fee statements (0.2).	0.20	143.00
7/8/2021	Blain, Hunter	Review March fee statement prior to filing (0.4); emails with R. Ringer, C. Gange, and W. Kane re same (0.1).	0.50	357.50
7/8/2021	Kane, Wendy	Draft fifth interim fee application (1.2); emails w/ H. Blain re same (0.1); revise March fee statement and prepare same for filing (0.2); file fee statement and service of same (0.4); review May fee statement for compliance with US Trustee guidelines and local rules (1.6).	3.50	1,540.00
7/9/2021	Blain, Hunter	Review May fee statement for privilege/confidentiality issues and compliance with UST guidelines (1.9); communications with C. Gange and W. Kane re same (0.2).	2.10	1,501.50
7/9/2021	Kane, Wendy	Review expense backup and email H. Blain re same.	0.20	88.00
7/11/2021	Blain, Hunter	Review May fee statement for privilege/confidentiality issues and compliance with UST guidelines (3.1); emails with C. Gange and W. Kane re same (0.1).	3.20	2,288.00
7/12/2021	Blain, Hunter	Review and draft fifth interim fee application (0.7); emails with C. Gange re same (0.1); emails with AHC professionals re interim fee applications (0.2).	1.00	715.00



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Employment and Fee Applications

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/12/2021	Gange, Caroline	Review May fee statement for privilege/confidentiality and compliance with UST guidelines.	0.40	380.00
7/12/2021	Kane, Wendy	Correspondence w/ H. Blain and billing re fee application (0.2); revise May fee statement per attorney comments (1.1).	1.30	572.00
7/13/2021	Blain, Hunter	Review May fee application for privilege/confidentiality issues and compliance with UST guidelines (0.6); review/revise fifth interim fee application (0.8); communications with C. Gange re same (0.1); further revise same (0.5).	2.00	1,430.00
7/13/2021	Gange, Caroline	Review May fee statement for privilege/confidentiality and compliance with UST guidelines.	1.40	1,330.00
7/13/2021	Kane, Wendy	Revise May fee statement per attorney comments (0.6); correspondence with H. Blain re same (0.1); email A. Toder re blended rates (0.1).	0.80	352.00
7/14/2021	Blain, Hunter	Further review/revise interim fee application (0.2); emails with R. Ringer and C. Gange re same (0.1); review other professionals' fee applications and coordinate circulation of same (0.6); further coordinate with KL team regarding fee applications (0.3).	1.20	858.00
7/14/2021	Gange, Caroline	Review/revise KL interim fee application (1.2); emails w/ AHC professionals re same (0.2).	1.40	1,330.00



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Employment and Fee Applications

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/14/2021	Kane, Wendy	Prepare May fee statement (0.2); emails and calls w/ C. Gange, H. Blain, and billing re interim fee application and fee statements (0.7); revise fifth interim fee application and prepare exhibits to same (2.6); revise April fee statement and exhibits (0.9); revise May fee statement and exhibits (0.8); file Otterbourg sixteenth and seventeenth monthly fee statements (0.3); service of same (0.2).	5.70	2,508.00
7/15/2021	Ringer, Rachael L.	Review interim fee application, review monthly fee statements (1.9).	1.90	2,280.00
7/15/2021	Blain, Hunter	Review and revise portions of fifth interim fee application, May fee statement, and April fee statement (0.3); communications with R. Ringer, C. Gange, W. Kane re same (0.2); further review/revise fifth interim fee application (0.2); coordinate filing of all outstanding AHC monthly and interim fee applications for interim period (1.5).	2.20	1,573.00
7/15/2021	Gange, Caroline	Review/revise fifth interim fee application (1.5); review AHC professionals' interim fee applications (0.4); communicate with R. Ringer and H. Blain re same (0.3).	2.20	2,090.00



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Employment and Fee Applications

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/15/2021	Kane, Wendy	Revise April fee statement per attorney comments (0.2); further revise fee statement and exhibits re same (0.5); revise May fee statement per attorney comments (0.2); emails w/ billing re same (0.2); file KL April and May fee statements (0.2); emails w/ KL team re same and interim fee application (0.3); revise fifth interim fee application to include fee statement info (0.2); review and file monthly fee statements of other professionals and file fee applications for KL and other professionals (5.4); emails w/ H. Blain re same (0.2); service of same (0.3).	7.70	3,388.00
7/22/2021	Blain, Hunter	Review invoices in connection with examiner motion.	0.80	572.00
7/22/2021	Kane, Wendy	Correspondence w/ H. Blain and billing re fees (0.2).	0.20	88.00
TOTAL			43.90	\$28,082.50



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PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Eckstein, Kenneth H.	Partner	5.70	\$8,977.50
Horowitz, Gregory A.	Partner	1.50	2,100.00
Ringer, Rachael L.	Partner	2.90	3,480.00
Wagner, Jonathan M.	Partner	70.40	96,800.00
Blabey, David E.	Counsel	83.50	92,267.50
Kennedy, Karen S.	Spec Counsel	47.60	52,598.00
Blain, Hunter	Associate	16.00	11,440.00
Cohen, Boaz	Associate	14.50	14,645.00
Gange, Caroline	Associate	13.20	12,540.00
Goot, Rachel	Associate	65.80	47,047.00
Lennard, Daniel	Associate	78.20	83,283.00
Schinfeld, Seth F.	Associate	57.00	62,130.00
Kane, Wendy	Paralegal	2.90	1,276.00
TOTAL FEES		459.20	\$488,584.00



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PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/1/2021	Wagner, Jonathan M.	Attend call w/ D. Blabey, G. Horowitz and others re litigation strategy (0.5); review emails re West Virginia documents (0.4); prepare for call with Assistant Attorney Generals re W. Va. expert reports (0.6).	1.50	\$2,062.50
7/1/2021	Horowitz, Gregory A.	Attend weekly litigation team call (0.5); review expert reliance documents re common interest issue (0.4); emails from/to D. Blabey re same (0.1).	1.00	1,400.00
7/1/2021	Blabey, David E.	Attend weekly litigation team call (0.5); emails re confirmation litigation (0.3); emails re confirmation research and edits to legal fees outline (0.6); emails with clients re West Virginia document production and research on same (1.2).	2.60	2,873.00
7/1/2021	Kennedy, Karen S.	Attend litigation team weekly call (0.5); emails with KL team re scheduling depositions (0.3); emails with KL team re confidentiality of documents (0.2).	1.00	1,105.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/1/2021	Schinfeld, Seth F.	Attend weekly litigation team call re: confirmation discovery and hearing prep tasks (0.5); email with K. Benedict re: depositions and document productions (0.4); call and emails with West Virginia counsel (A. Cahn) re: Cowan and Malone expert depositions (0.3); email with D. Blabey, J. Wagner, and others re: same and related matters (0.9); email with counsel for Public School District Creditors re: discovery deadlines (0.2); revise internal confirmation calendar (0.1); review portion of Third Amended Protective Order (0.2); conduct common interest privilege jurisprudence research (0.3); email with D. Lennard re: same (0.2).	3.10	3,379.00
7/1/2021	Blain, Hunter	Update confirmation research table (0.2); emails with D. Blabey re same (0.1); research regarding attorneys' fees (1.1).	1.40	1,001.00
7/1/2021	Lennard, Daniel	Legal research re: common interest privilege issues (2.2); attend call with litigation team (0.5); review expert reports and exhibits in preparation for deposition of Cowan (1.9).	4.60	4,899.00
7/1/2021	Goot, Rachel	Attend litigation team call re depositions, settlements (0.5); research re school district standing (2.8).	3.30	2,359.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/2/2021	Wagner, Jonathan M.	Prepare for Cowan deposition (3.0); conference call with D. Blabey, J. Guard and others re allocation issues (0.4); review articles concerning allocation (0.9); attend conference call with Debtors and UCC reconfirmation hearing (0.7); review allocation-related documents (1.1).	6.10	8,387.50
7/2/2021	Blabey, David E.	Prepare for call with Debtors and UCC re confirmation (0.7); call with Gilbert and KL teams re confirmation evidence (0.7); call with Debtors and UCC re confirmation witnesses (0.5); call with Tennessee, Florida, and Texas re West Virginia issues (1.0); call with DPW and Gilbert teams re 9019 (0.6); call with DPW re West Virginia issues (0.5); emails with team re confirmation issues and research (0.3).	4.30	4,751.50
7/2/2021	Kennedy, Karen S.	Attend call with Davis Polk re discovery plans (0.5).	0.50	552.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/2/2021	Schinfeld, Seth F.	Attend call with counsel for Debtors and UCC, K. Eckstein, R. Ringer, D. Blabey, and J. Wagner re: confirmation depositions and hearing issues (0.7); attend call with KLand J. Guard re: attorneys fees' issues relevant to confirmation (0.3); attend second call with same group and D. Mosteller re: same (0.5); emails with K. Benedict (DPW), D. Blabey, and H. Blain re: related discovery matters (0.7); email with West Virginia counsel re: upcoming expert deposition (0.3); attend call with K. Benedict, M. Tobak, and D. Blabey re: same (0.6).	3.10	3,379.00
7/2/2021	Blain, Hunter	Emails with D. Blabey and KL litigation team regarding discovery issues (0.2).	0.20	143.00
7/2/2021	Lennard, Daniel	Attend call with AHC litigation teams/clients (0.5); emails with KL team re common interest issues (0.3); deposition prep for Cowan (1.8).	2.60	2,769.00
7/2/2021	Goot, Rachel	Call with H. Blain re AHC states.	0.20	143.00
7/4/2021	Blabey, David E.	Emails with KL team re confirmation and attorneys fees issues.	0.20	221.00
7/4/2021	Schinfeld, Seth F.	Emails with D. Blabey and R. Ringer re: confirmation issues.	0.20	218.00
7/5/2021	Blabey, David E.	Emails KL team re confirmation and attorneys fee issues.	0.30	331.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/5/2021	Schinfeld, Seth F.	Emails with D. Blabey, R. Ringer, J. Wagner, and counsel for Debtors and UCC re: confirmation discovery issues (0.6); email with A. Aufses and J. Taub re: indemnification issues (0.3).	0.90	981.00
7/5/2021	Lennard, Daniel	Prepare exhibits and review materials for Cowan deposition prep.	0.70	745.50
7/6/2021	Wagner, Jonathan M.	Revise and edit outline for Cowan deposition (1.5); conference call with UCC counsel re attorneys' fees issues (0.4); conference call with UCC counsel, Debtors' counsel re strategy for hearing (0.4); conference call with debtors re strategy for Cowan deposition (0.6); conference call with G. Horowitz, D. Blabey and others re strategy-litigation issues (0.3); review draft attorneys' fees declaration (0.8); call w/ K. Kennedy re attorneys' fees declaration (0.2).	4.20	5,775.00
7/6/2021	Blabey, David E.	Review attorney fee provisions of plan and disclosure statement in prep for litigation calls (2.2); call with DPW to prepare for West Virginia deposition (0.6); call with G. Gotto re declaration (0.2); review Brown Rudnick edits to fee declaration (0.2); call with UCC and DPW re fees (0.4) and follow up with G. Cicero (0.2); call with UCC and DPW re confirmation witnesses (0.4); review and comment on Weinberger declaration (0.3).	4.50	4,972.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/6/2021	Kennedy, Karen S.	Attend call with Davis Polk re Cowan deposition (0.6); attend call with G. Gotto re his fact declaration (0.2); attend call with Akin Gump re private side attorneys fees (0.5); attend call with Akin re fact declarations (0.5); attend litigation group weekly call (0.2); revise draft P. Weinberger fact declaration (3.0); call with J. Wagner re hearsay and other evidentiary issues for P. Weinberger fact declaration (0.1).	5.10	5,635.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/6/2021	Schinfeld, Seth F.	Email with counsel for Debtors and UCC re: upcoming depositions (0.2); email with D. Lennard re: same (0.1); call with M. Tobak, K. Benedict, J. Wagner, D. Lennard, and D. Blabey re: Charles Cowan deposition (0.6); call with G. Gotto, P. Thurmond, D. Blabey, J. Wagner, and K. Kennedy re: abatement declaration issues (0.3); call with counsel for Debtors and UCC, D. Blabey, J. Wagner, G. Cicero, J. Stoll, and A. Simpson re: Section 1129(a)(4) confirmation issues (0.3); call with M. Hurley (Akin), M. Toback (DPW), J. Wagner, K. Kennedy, R. Ringer, and D. Blabey re: confirmation declaration issues (0.5); attend weekly call of litigation team re: confirmation discovery and hearing prep issues (0.3); email with West Virginia counsel (A. Cahn) re: Cowan and Malone depositions (0.2); review draft declaration on attorneys' fees issues for confirmation (0.2).	2.70	2,943.00
7/6/2021	Blain, Hunter	Attend call with KL litigation team regarding current case status, discovery, and other litigation issues (0.3); call with D. Lennard re depositions (0.2).	0.50	357.50
7/6/2021	Goot, Rachel	Attend litigators team call.	0.30	214.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/6/2021	Lennard, Daniel	Prepare materials for Cowan deposition (4.0); calls with J. Wagner and S. Schinfeld re deposition (0.6); attend weekly team call re various litigation issues (0.3).	4.90	5,218.50
7/6/2021	Cohen, Boaz	Attend portion of weekly litigation team call.	0.20	202.00
7/7/2021	Wagner, Jonathan M.	Prepare for Cowan deposition.	4.20	5,775.00
7/7/2021	Blabey, David E.	Call with R. Goot and B. Cohen re confirmation research (0.3); review J. Wagner outline of deposition of WV expert (0.7).	1.00	1,105.00
7/7/2021	Kennedy, Karen S.	Call with J. Wagner re P. Weinberger fact declaration (0.1); continue revising P. Weinberger fact declaration (0.8); review emails re NewCo and TopCo operating agreements (0.6); attend AHC call (0.5); read rebuttal expert designation by ad hoc group of hospitals (1.0).	3.00	3,315.00
7/7/2021	Blain, Hunter	Review and summarize rebuttal expert designations (0.2).	0.20	143.00
7/7/2021	Schinfeld, Seth F.	Email with D. Lennard, H. Blain, and/or counsel for MSGE, NCSG, and/or other creditor groups re: Cowan depositions (0.3); email with A. Cahn re: same (0.2); review D. Blabey and K. Kennedy edits to draft declaration on issues re: Section 5.8 of the Plan (0.2).	0.70	763.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/7/2021	Goot, Rachel	Call with D. Blabey and B. Cohen re confirmation research (0.3); research WV standing issue (2.6).	2.90	2,073.50
7/7/2021	Lennard, Daniel	Prepare materials for Cowan deposition (3.2); correspondence with Lexitas and J. Wagner re same (0.2).	3.40	3,621.00
7/7/2021	Cohen, Boaz	Call w/ D. Blabey and R. Goot re confirmation-related legal research tasks.	0.30	303.00
7/8/2021	Wagner, Jonathan M.	Prepare for (1.0) and depose C. Cowan, W. Va. allocation expert (4.0); prepare summary of Cowan deposition (0.5); conference call with UCC counsel re status of witnesses (0.3); review mediation report (0.6).	6.40	8,800.00
7/8/2021	Horowitz, Gregory A.	Attend litigation team call re confirmation witnesses (0.5).	0.50	700.00
7/8/2021	Blabey, David E.	Attend portions of Cowen depositions and emails with J. Wagner and D. Lennard throughout (3.4); emails with Gilbert team re confirmation brief and emails re attorney fee declaration (0.4); edit summary of Cowan deposition (0.2); call with DPW, Akin and KL teams re witnesses and confirmation issues (0.4).	4.40	4,862.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/8/2021	Kennedy, Karen S.	Attend deposition of C. Cowan (3.5); update chart of ACH witnesses (0.2); emails re same (0.1); emails with J. Guard re status of declaration (0.1); read review of Cowan deposition (0.3).	4.20	4,641.00
7/8/2021	Schinfeld, Seth F.	Attend C. Cowan deposition (4.0); email with J. Wagner, D. Blabey, and/or K. Kennedy re: confirmation fact witness declarations (0.3); call with counsel for Debtors and UCC, and KL team re: status of confirmation prep tasks (0.4); email with D. Blabey, J. Guard, and A. Simpson re: draft declarations (0.4).	5.10	5,559.00
7/8/2021	Goot, Rachel	Research re confirmation brief.	4.40	3,146.00
7/8/2021	Lennard, Daniel	Attend deposition of C. Cowan along with J. Wagner (4.0); prepare materials and setup for same (1.0); correspondence with KL team re same (0.4); summarize established points from deposition (1.6).	7.00	7,455.00
7/9/2021	Wagner, Jonathan M.	Review draft attorneys fee declaration (0.5); follow up w/ KL team re Cowan deposition issues (0.5).	1.00	1,375.00
7/9/2021	Kennedy, Karen S.	Review draft Weinberger declaration (0.5).	0.50	552.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/9/2021	Schinfeld, Seth F.	Email with A. Langley re: depositions (0.1); review email from S. Issacharoff re: fact declarations (0.1); review deposition notices from State of Maryland AG (0.2); update confirmation calendar and tasks list (0.2).	0.60	654.00
7/10/2021	Blabey, David E.	Calls and emails with G. Cicero re briefing.	0.30	331.50
7/12/2021	Wagner, Jonathan M.	Call with D. Blabey, R. Ringer, S. Schinfeld re strategy, discovery (0.4); review revised Hamermesh report (0.2).	0.60	825.00
7/12/2021	Blabey, David E.	Review sample confirmation briefs (0.7); attend weekly Purdue litigation team call (0.4).	1.10	1,215.50
7/12/2021	Kennedy, Karen S.	Attend litigation team call (0.4); emails with KL team re depositions and revisions to plan (0.5).	0.90	994.50
7/12/2021	Schinfeld, Seth F.	Emails with D. Blabey and J. Wagner re: depositions (0.2); attend weekly litigation team call re confirmation status (0.4); email with K. Benedict re: depositions (0.1).	0.70	763.00
7/12/2021	Goot, Rachel	Attend litigation team call (0.4); research re confirmation issues (2.7).	3.10	2,216.50
7/12/2021	Lennard, Daniel	Attend litigation team call.	0.40	426.00
7/12/2021	Gange, Caroline	Attend weekly litigation update call w/ KL team.	0.40	380.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/13/2021	Wagner, Jonathan M.	Review transcript of Cowan deposition (1.0); review expert issues (0.6).	1.60	2,200.00
7/13/2021	Blabey, David E.	Review precedent confirmation briefs and email to G. Cicero re same (0.8).	0.80	884.00
7/13/2021	Kennedy, Karen S.	Emails with KL team re call with S. Issachoroff (0.2); emails with KL team re status (0.1).	0.30	331.50
7/13/2021	Schinfeld, Seth F.	Email with B. Edmunds and R. Goot re: Hamermesh deposition (0.2); email with D. Blabey re: status of draft fact witness declarations and related matters (0.2); email with A. Simpson re: same (0.1); email with A. Cahn re: potential confirmation exhibit confidentiality issues (0.2); email with D. Lennard re: same (0.1).	0.80	872.00
7/13/2021	Goot, Rachel	Research re confirmation issues (2.5), communications with S. Schinfeld re deposition (0.4).	2.90	2,073.50
7/14/2021	Wagner, Jonathan M.	Revise and edit portions of hearing brief (0.5); review Metromedia and related authorities (0.5); prepare memorandum of Cowan deposition (1.0).	2.00	2,750.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/14/2021	Schinfeld, Seth F.	Emails with J. Wagner, D. Blabey, and D. Lennard re: West Virginia objection to plan (0.2); email with J. Wagner re: potential hearing exhibit confidentiality issues (0.2); email with D. Blabey re: status of fact declarations (0.2); call and email with R. Goot re: Hamermesh deposition (0.4); review draft inserts for confirmation brief (0.2).	1.20	1,308.00
7/14/2021	Goot, Rachel	Research and draft emails to D. Blabey re standing and unequal treatment research (3.5); call with S. Schinfeld re Hamermesh deposition and review Hamermesh report in preparation for deposition (1.8).	5.30	3,789.50
7/15/2021	Wagner, Jonathan M.	Draft digest of Cowan deposition (0.5); conference call w/ D. Blabey, G. Horowitz, S. Schinfeld re litigation strategy (0.4); attend conference call w/G. Cicero, S. Issacharoff and others concerning attorneys' fees issues (0.8); review motion by Raymond Sackler family (0.5).	2.20	3,025.00
7/15/2021	Kennedy, Karen S.	Attend call with P. Weinberger (0.5); attend litigation team call (0.5); emails with KL team re best interests section of confirmation brief (0.4); read case update (0.1); read motion for sanctions and emails re same (0.6); review cases on attorneys fees (0.3); review research memo re Metromedia (0.3).	2.70	2,983.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/15/2021	Schinfeld, Seth F.	Attend weekly litigators meeting re: confirmation discovery and hearing prep tasks (0.5); attend call with G. Cicero, A. Simpson, P. Weinberger, S. Issacharoff, J. Wagner, D. Blabey, H. Winstead, and others re: draft declaration on attorneys' fee issues for confirmation (0.8); review email re: insurance neutrality and/or potential plan objections (0.3); call and email with R. Goot re: Hamermesh deposition (0.2).	1.80	1,962.00
7/15/2021	Goot, Rachel	Attend litigation team call (0.5); attend Hamermesh deposition (3.0); email J. Wagner re deposition (1.0); draft deposition summary and emails with team re same (3.7).	8.20	5,863.00
7/15/2021	Lennard, Daniel	Attend Litigation team call (0.5); review latest filings (0.2).	0.70	745.50
7/15/2021	Cohen, Boaz	Legal research re confirmation litigation issues.	0.90	909.00
7/16/2021	Wagner, Jonathan M.	Review G. Gotto draft declaration (0.5); attend call w/ J. Guard, D. Blabey, K. Eckstein re J. Guard declaration (1.0); review memorandum re L. Hamermesh deposition (4.0); prepare memorandum re Cowan deposition (3.2).	8.70	11,962.50
7/16/2021	Kennedy, Karen S.	Attend call with J. Guard re declaration (1.0); attend call with litigation team (0.5).	1.50	1,657.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/16/2021	Schinfeld, Seth F.	Attend call with J. Guard and KL team re J. Guard declaration and related matters (1.0); email with J. Wagner and D. Blabey re: confidentiality issues for potential hearing exhibits (0.2).	1.20	1,308.00
7/16/2021	Goot, Rachel	Draft email to D. Blabey re research findings; further research re standing issues.	4.50	3,217.50
7/16/2021	Cohen, Boaz	Legal research re confirmation litigation issues.	2.30	2,323.00
7/17/2021	Schinfeld, Seth F.	Review and revise summary of Hamermesh deposition (1.2); email with R. Goot re: same (0.2); update internal confirmation discovery calendar (0.1); review draft declaration of G. Gotto (0.3).	1.80	1,962.00
7/17/2021	Goot, Rachel	Research re confirmation issues.	1.30	929.50
7/18/2021	Goot, Rachel	Research re confirmation issues.	2.20	1,573.00
7/19/2021	Wagner, Jonathan M.	Revise and edit memorandum re Cowan deposition (1.0); conference call w/ D. Blabey, G. Horowitz and others re strategy (0.5); review objections to plan (1.3); revise response to W. Va. objection (0.5); call w/ A. Cahn re document production issues (0.2).	3.50	4,812.50
7/19/2021	Ringer, Rachael L.	Attend portion of litigation team weekly call (0.5).	0.50	600.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/19/2021	Blabey, David E.	Review Second Circuit case law on jurisdiction (0.9); review West Virginia objection and emails re same (2.0); research for responses to DOJ and Connecticut confirmation objections (4.0).	6.90	7,624.50
7/19/2021	Blabey, David E.	Attend call with litigation team re Plan objections (0.7).	0.70	773.50
7/19/2021	Kennedy, Karen S.	Attend litigation team call (0.6); review objections to plans (4.0).	4.60	5,083.00
7/19/2021	Schinfeld, Seth F.	Calls with A. Cahn and J. Wagner re: documents relied on by West Virginia experts (0.4); email with J. Peacock, P. Singer, J. Guard, R. Ringer, J. Wagner, and D. Blabey re: same (0.3); review Trustee's objection to sixth amended chapter 11 plan (0.5); attend weekly call of litigation team (J. Wagner, G. Horowitz, K. Kennedy, D. Blabey, and others) re: plan objections and draft declarations (0.6); email with W. Kane re: plan objections (0.2); email with D. Blabey, J. Wagner, and/or D. Lennard re: West Virginia's plan objection (0.2); review portions of the Examiner's Report (0.3).	2.50	2,725.00
7/19/2021	Blain, Hunter	Research regarding confirmation issue (2.1); emails with D. Blabey re same (0.2); review and summarize various filed objections to confirmation (3.4).	5.70	4,075.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/19/2021	Blain, Hunter	Attend portion of KL litigation team call regarding discovery issues (0.2).	0.20	143.00
7/19/2021	Cohen, Boaz	Attend litigation team call re confirmation litigation issues.	0.60	606.00
7/19/2021	Lennard, Daniel	Summarize Cowan deposition (0.5); call with litigation team (0.6); draft outline of response to WV objection (0.7).	1.80	1,917.00
7/19/2021	Goot, Rachel	Attend litigation team call (0.6); continue research re confirmation issues (0.4).	1.00	715.00
7/19/2021	Gange, Caroline	Emails w/ supporting states re voting issues (0.3); calls/emails w/ KL team re same (0.6).	0.90	855.00
7/19/2021	Kane, Wendy	Emails w/ S. Schinfeld re plan objection binders (0.1).	0.10	44.00
7/20/2021	Wagner, Jonathan M.	Review objections to plan filed by various parties (3.0); review material bearing on W. Va. objection and response (1.1); call w/ D. Lennard re response to W. Va. objection (0.3); call w/ KL litigation team re confirmation updates (0.4).	4.80	6,600.00
7/20/2021	Eckstein, Kenneth H.	Attend litigation team call (0.4).	0.40	630.00
7/20/2021	Ringer, Rachael L.	Attend litigation team call (0.4).	0.40	480.00
7/20/2021	Blabey, David E.	Review plan objections (0.8), discuss same with K. Eckstein (0.5), emails re objections (0.4); outline arguments and responses (2.0).	3.70	4,088.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/20/2021	Blabey, David E.	Attend portions of litigation team call (0.3); emails with D. Lennard re outline of West Virginia response (0.8).	1.10	1,215.50
7/20/2021	Kennedy, Karen S.	Attend litigation team call (0.4); review research re confirmation issues (0.2).	0.60	663.00
7/20/2021	Schinfeld, Seth F.	Email with A. Cahn re: potential hearing exhibits (0.1); email with J. Peacock re: same (0.1); email with Debtors' counsel and D. Blabey re: plan objections (0.1); call with D. Blabey, J. Wagner, H. Blain, K. Kennedy, C. Gange, D. Lennard, R. Goot, and others re: plan objections and confirmation discovery issues (0.4); email with Debtors' counsel re: hearing exhibit lists (0.1).	0.80	872.00
7/20/2021	Blain, Hunter	Research regarding confirmation issue (1.1); emails with D. Blabey re same (0.1).	1.20	858.00
7/20/2021	Blain, Hunter	Prepare for and attend litigation team call regarding confirmation issues.	0.40	286.00
7/20/2021	Cohen, Boaz	Attend litigation team call re confirmation litigation issues.	0.30	303.00
7/20/2021	Lennard, Daniel	Attend litigation team call (0.4); outline and research response to WV objection (4.0).	4.40	4,686.00
7/20/2021	Gange, Caroline	Attend litigation team call re confirmation strategy and updates.	0.30	285.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/20/2021	Goot, Rachel	Attend litigation team call re objections (0.4); draft witness and exhibit lists (1.0).	1.40	1,001.00
7/20/2021	Kane, Wendy	Prepare binders of plan objections (0.8); email S. Schinfeld re same (0.1); coordinate delivery of same (0.2).	1.10	484.00
7/21/2021	Wagner, Jonathan M.	Prepare cross examination of C. Cowan (1.5); revise and edit exhibit list (0.3); call with D. Blabey, Brown Rudnick counsel re attorneys fees issues (0.3); review objections (1.5).	3.60	4,950.00
7/21/2021	Blabey, David E.	Emails with H. Blain re confirmation brief research (0.4); call with DPW and Gilbert teams re insurance issues in brief (1.3); review plan objections (0.7); call with DPW and Akin re confirmation (1.0); call with Brown Rudnick and Kramer teams re attorneys' fees briefing (0.4); emails and calls with G. Gotto declaration (0.3).	4.10	4,530.50
7/21/2021	Kennedy, Karen S.	Attend call with Davis Polk re status and strategy (1.0); attend call with litigation team re attorneys fees issue (0.5); call with D. Blabey re G. Gotto declaration (0.1); begin revising G. Gotto declaration (1.0).	2.60	2,873.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/21/2021	Schinfeld, Seth F.	Review portions of recently-filed plan objections (0.4); email with J. Wagner and D. Blabey re: same and related discovery matters (0.3); revise draft exhibit list (0.2); revise draft witness list (0.3); email with R. Goot, G. Cicero, and/or E. Grim re: same (0.4); call with counsel for the Debtors and UCC, K. Eckstein, D. Blabey, and K. Kennedy re: plan objections and confirmation hearing preparation issues (1.0); follow-up call with J. Wagner re: same (0.2); call with AHC counsel (including R. Ringer, D. Blabey, G. Cicero, J. Stoll, and E. Grim) re: attorneys fee issues in the plan and other confirmation hearing issues (0.4); review draft mediator report from Ken Feinberg (0.2); email with A. Cahn and/or J. Peacock re: potential hearing exhibit disputes (0.3).	3.70	4,033.00
7/21/2021	Blain, Hunter	Research regarding confirmation issues (1.4); emails with D. Blabey re same (0.1).	1.50	1,072.50
7/21/2021	Lennard, Daniel	Research and draft response to WV objection brief.	5.40	5,751.00
7/21/2021	Goot, Rachel	Draft witness and exhibit list (2.3); save exhibits and email to W. Kane re same (0.1).	2.40	1,716.00
7/21/2021	Gange, Caroline	Attend call w/ AHC professionals and DPW re confirmation prep (1.2); review draft Gotto declaration (0.4).	1.60	1,520.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/21/2021	Kane, Wendy	Emails w/ R. Goot re Cowan deposition exhibits (0.1); obtain and send same (0.2); update calendar re depositions (0.1).	0.40	176.00
7/22/2021	Wagner, Jonathan M.	Revise and edit Gotto declaration (1.0); call with S. Schinfeld, K. Kennedy and others re litigation issues (0.3); review summary of objections and legal issues (1.0); prepare Cowan cross (1.3).	3.60	4,950.00
7/22/2021	Ringer, Rachael L.	Call with States/non-states re: NOAT TDP edits (1.).	1.00	1,200.00
7/22/2021	Eckstein, Kenneth H.	Review and comment on declarations (1.2).	1.20	1,890.00
7/22/2021	Blabey, David E.	Outline plan objections and responses thereto (3.9); multiple emails with D. Lennard and H. Blain re same (0.9); review and comment on Gotto Declaration (0.6).	5.40	5,967.00
7/22/2021	Kennedy, Karen S.	Attend weekly litigators call (0.3); continue revising G. Gotto declaration and circulate revised draft (3.4); incorporate others' changes to Gotto declaration (0.5); emails with K. Eckstein and R. Ringer re revised G. Gotto declaration (0.1); emails re confidentiality issues for potential G. Gotto exhibit (0.2); review outline of confirmation objections (0.3); review case update (0.1).	4.90	5,414.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/22/2021	Schinfeld, Seth F.	Attend litigation team meeting with re: confirmation discovery and hearing prep tasks (0.3); email with J. Wagner and D. Blabey re: same (0.1); call with A. Cahn re: potential hearing exhibits (0.3); email with J. Wagner, D. Blabey, and K. Kennedy re: same (0.2); email with J. Peacock re: same (0.3); call and email with J. Rubenstein of Gilbert LLP re: exhibit list issues (0.3); review revised drafts of G. Gotto declaration (0.4); email with C. Gange re: same (0.1); email with H. Blain re: Confirmation Document Reserve updates (0.1); email with R. Goot re: M. Cushing deposition (0.1); review all plan objections filed to date. including from individual states and insurers (2.6); emails with C. Gange, H. Blain, D. Lennard, R. Goot, and B. Cohen re: research issues for confirmation brief (0.4).	5.20	5,668.00
7/22/2021	Cohen, Boaz	Attend litigation team call re confirmation litigation issues.	0.30	303.00
7/22/2021	Lennard, Daniel	Attend call with litigation team re various litigation issues (0.3); draft response to WV objection brief (3.6); legal research for response to US Trustee objection (2.2).	6.10	6,496.50
7/22/2021	Gange, Caroline	Review/revisions to G. Gotto declaration (1.3); emails w/ KL team re same (0.3).	1.60	1,520.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/22/2021	Goot, Rachel	Attend litigation team call (0.5); updates to exhibit list, other misc. communications with S. Schinfeld re same (1.1); review expert report (0.5).	2.10	1,501.50
7/22/2021	Gange, Caroline	Legal research re confirmation objection.	1.30	1,235.00
7/23/2021	Wagner, Jonathan M.	Prepare for C. Cowan cross.	2.90	3,987.50
7/23/2021	Ringer, Rachael L.	Calls with States (PR) re: questions on NOAT TDPs (0.5), call with other states re: same (0.5).	1.00	1,200.00
7/23/2021	Blabey, David E.	Emails with KL team re Gotto Declaration and summary of responses to plan objections (0.7); review and exchange emails re co-defendant objection to plan (0.7); email to clients re arguments and responses (0.3); emails with DPW re examiner motion and fees (0.2).	1.90	2,099.50
7/23/2021	Kennedy, Karen S.	Finalize revisions to G. Gotto declaration (0.2); emails with litigation team re confidentiality of Abatement Term Sheet (0.3); review case update (0.1).	0.60	663.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/23/2021	Schinfeld, Seth F.	Attend deposition of M. Cushing (2.7); call with R. Goot re: same (0.1); review portions of certain distributors, manufacturers, and pharmacies' joint objection to plan (0.3); email with D. Lennard re: draft declaration of J. Guard (0.1); email with R. Ringer, R. Goot, C. Gange, D. Blabey, and K. Kennedy re: potential hearing exhibits (0.2); email with D. Blabey and D. Lennard re: confirmation brief research issues (0.2); revise draft witness list (0.1); review draft of Debtors' witness list (0.1).	3.80	4,142.00
7/23/2021	Lennard, Daniel	Legal research re U.S. Trustee objection (3.9); draft response to WV objection (1.2).	5.10	5,431.50
7/23/2021	Goot, Rachel	Attend Cushing deposition (3.0); begin draft summary re same and other misc. tasks (1.0).	4.00	2,860.00
7/23/2021	Blain, Hunter	Research regarding confirmation issues (1.1).	1.10	786.50
7/23/2021	Gange, Caroline	Legal research re confirmation objection.	2.50	2,375.00
7/24/2021	Lennard, Daniel	Legal research re WV objection response.	0.50	532.50
7/25/2021	Schinfeld, Seth F.	Revise draft witness list and email with D. Blabey re: same (0.2); email with G. Cicero re: draft exhibit list (0.2); review draft of UCC witness list (0.1).	0.50	545.00
7/25/2021	Lennard, Daniel	Research and draft brief section responding to WV objection.	11.00	11,715.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/25/2021	Cohen, Boaz	Legal research related to confirmation briefing issues.	0.40	404.00
7/26/2021	Wagner, Jonathan M.	Revise and edit Cowan cross outline (1.0); review revised Gotto declaration (0.5); review preliminary witness lists of various parties (0.7); call w/ D. Blabey, S. Schinfeld, D. Lennard, K. Kennedy re litigation issues (0.3).	2.50	3,437.50
7/26/2021	Blabey, David E.	Draft Metromedia portion of confirmation brief (4.6) and research re same (3.0).	7.60	8,398.00
7/26/2021	Blabey, David E.	Attend KL litigation team call (0.2).	0.20	221.00
7/26/2021	Kennedy, Karen S.	Attend weekly litigation team call (0.3); review revised G. Gotto declaration (0.9); emails with KL litigation team re same and re exhibits (0.4); review witness and exhibit lists (0.2); review witness and exhibit lists from all parties and emails re same (0.9).	2.70	2,983.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/26/2021	Schinfeld, Seth F.	Revise, finalize, and serve confirmation hearing witness and exhibits lists (0.9); emails with D. Blabey, R. Goot, J. Rubinstein, J. Wagner, and G. Cicero re: same (0.8); review revised draft of G. Gotto declaration re: abatement issues (0.2); email with A. Cahn re: West Virginia's confirmation hearing exhibits (0.3); email with and call to J. Peacock re: same (0.3); attend weekly litigation team meeting with J. Wagner, D. Blabey, K. Kennedy, D. Lennard, and R. Goot re: confirmation prep tasks (0.3); revise draft cross-examination outline for Charles Cowan (0.3); review various parties served witness and exhibit lists (0.4); emails with K. Eckstein and D. Blabey re: same (0.4).	3.90	4,251.00
7/26/2021	Blain, Hunter	Emails with S. Schinfeld regarding litigation issues (0.2).	0.20	143.00
7/26/2021	Goot, Rachel	Draft summary of Cushing deposition, other tasks (2.6); confirmation objection research re third party releases (3.0); draft summary of Cushing deposition (1.0).	6.60	4,719.00
7/26/2021	Cohen, Boaz	Legal research re confirmation litigation issues.	0.40	404.00
7/26/2021	Lennard, Daniel	Draft response to West Virginia objection (8.1); attend litigation team call (0.3).	8.40	8,946.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/27/2021	Wagner, Jonathan M.	Revise and edit portion of brief addressing West Virginia objection (1.5); review revised J. Guard declaration (0.4); review draft P. Weinberger declaration (0.3); review Debtors' emails concerning scope and order of confirmation hearing (0.3).	2.50	3,437.50
7/27/2021	Blabey, David E.	Edit third party release section of brief (4.5); attend call with DPW and Akin re confirmation brief (0.8); emails re confirmation (0.3).	5.60	6,188.00
7/27/2021	Kennedy, Karen S.	Attend call with Brown Rudnick on attorneys' fees briefing (0.8); update G. Gotto declaration and circulate revised declaration to team and emails re same (1.0); read summary of Cushing deposition (0.3); review and revise revised Guard declaration and emails re same (1.5); review attorneys' fees insert for brief (0.3).	3.90	4,309.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/27/2021	Schinfeld, Seth F.	Review additional witness and exhibits lists received from various parties (0.4); email with K. Benedict and M. Tobak re: same (0.2); emails with R. Ringer, D. Blabey, and J. Wagner re: same and related matters (0.2); email with W. Kane re: same (0.1); draft chart of hearing witnesses (0.2); revise draft G. Gotto declaration and email with K. Kennedy re: same (0.2); revise draft summary of M. Cushing deposition and email with R. Goot re: same (0.4); email with B. Cohen re: upcoming deposition of W. Hrycay (0.1); email with counsel for Debtors and UCC re: proposed hearing protocols and procedures (0.2); emails with A. Cahn and K. Benedict re: joint trial exhibit list and production of copies of listed hearing exhibits (0.6); call with G. Cicero, A. Simpson, J. Stoll, S. Issacharoff, P. Weinberger, D. Blabey, and others re: attorneys' fees portions of confirmation brief (0.8); review latest draft of same (0.3); email with H. Blain re: research issues (0.1); review and revise latest draft J. Guard declaration (0.3); revise internal confirmation calendar (0.1).	4.20	4,578.00
7/27/2021	Blain, Hunter	Research regarding employment/severance issues (1.2); emails with C. Gange re same (0.1); research regarding other confirmation issues (1.6); emails with D. Blabey re same (0.1).	3.00	2,145.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/27/2021	Goot, Rachel	Draft summary of Cushing deposition (0.8); continue confirmation brief research (5.0)	5.80	4,147.00
7/27/2021	Lennard, Daniel	Draft response to West Virginia objection.	5.50	5,857.50
7/27/2021	Gange, Caroline	Legal research re confirmation brief (3.4); draft email to D. Blabey re same (0.5).	3.90	3,705.00
7/28/2021	Wagner, Jonathan M.	Revise and edit Cowan cross (0.5); review Weinberger declaration (0.7); revise and edit portion of brief addressing W. Va. objection (0.8).	2.00	2,750.00
7/28/2021	Blabey, David E.	Call with Gilbert team re brief (0.3); call with Brown Rudnick re attorneys' fees section (0.3); draft sections of brief addressing Metromedia (5.0) and constitutional issues (2.8); review D. Lennard insert to brief (0.2); review class action case law (0.7); emails with K. Eckstein re Tunney objection (0.4).	9.70	10,718.50
7/28/2021	Kennedy, Karen S.	Review attorneys' fees insert for brief (0.3); review updated Weinberger declaration (1.2); review proposed hearing schedule (0.1); review sections of AHC pre-hearing brief (0.8).	2.40	2,652.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/28/2021	Schinfeld, Seth F.	Emails with A. Cahn and D. Lennard re: Cowan deposition transcript errata (0.1); call with AHC professionals re MDP objection issues (0.2); attend portions of call with G. Cicero, R. Ringer, and D. Blabey re: confirmation hearing notice of appearance issues (0.3); review emails between counsel for Debtors, Objecting States, and/or UCC re: proposed schedule for confirmation witnesses and arguments (0.1); email with D. Blabey and J. Wagner re: same (0.1); emails with A. Troop and J. Wagner re: W. Va. expert report and hearing exhibit confidentiality issues (0.2); email with K. Eckstein and D. Blabey re: confirmation brief and status of various objections (0.2); review L. Hamermesh deposition transcript errata (0.1).	1.30	1,417.00
7/28/2021	Cohen, Boaz	Review KL team emails re confirmation issues.	0.20	202.00
7/28/2021	Goot, Rachel	Research re confirmation issues.	3.50	2,502.50
7/28/2021	Lennard, Daniel	Prepare/review trial exhibits (0.5); revise brief in response to West Virginia objection (0.4).	0.90	958.50
7/28/2021	Gange, Caroline	Attend call w/ KL and Brown Rudnick team re NOAs and litigation filings.	0.30	285.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/29/2021	Wagner, Jonathan M.	Review, revise and edit confirmation brief (2.3); call w/ KL team reconfirmation brief strategy (0.3); call w/ counsel for NCSG re confidentiality issues (0.3); attend weekly litigation call (0.2).	3.10	4,262.50
7/29/2021	Eckstein, Kenneth H.	Review and revise pleadings and declarations for plan confirmation relating to allocation, release, co-defendants, fees (2.5).	2.50	3,937.50
7/29/2021	Blabey, David E.	Edits to Metromedia section of brief (2.7); edits to West Virginia and miscellaneous sections of brief (3.4); edit fees insert from Brown Rudnick (0.8); call with K. Eckstein and litigation team re brief (0.3); emails with D. Lennard and research re equal treatment (0.4).	7.60	8,398.00
7/29/2021	Kennedy, Karen S.	Attend litigation team weekly call (0.2); attend call with litigation team on pre-hearing brief (0.5); attend call on West Virginia expert (0.2); review KERP hearing update (0.2); review AHC pre-hearing brief and witness declarations (3.2).	4.30	4,751.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/29/2021	Schinfeld, Seth F.	Attend weekly call of litigation team re: confirmation hearing prep tasks (0.2); attend portions of W. Hrycay deposition (2.7); call with K. Eckstein, J. Wagner, K. Kennedy, D. Lennard, C. Gange, and D. Blabey re: confirmation brief (0.3); call with A. Troop and KL team re: West Virginia expert report and exhibit confidentiality issues (0.2); review Maryland's objections to certain Side A and Side B expert witnesses, and Sackler objections to certain Objecting States' witnesses and exhibits (0.2).	3.60	3,924.00
7/29/2021	Cohen, Boaz	Attend Hrycay deposition and draft summary of deposition.	8.60	8,686.00
7/29/2021	Goot, Rachel	Attend litigation team call.	0.40	286.00
7/29/2021	Lennard, Daniel	Research and revise response to West Virginia objection (3.0); legal research re U.S. Trustee objection (1.1); calls with litigation team re case strategy (0.7).	4.80	5,112.00
7/29/2021	Gange, Caroline	Attend call w/ KL litigation team re Plan confirmation brief (0.3); review issues re same (0.1).	0.40	380.00
7/29/2021	Kane, Wendy	Prepare binders of witness and exhibit lists (1.2); email S. Schinfeld re same (0.1).	1.30	572.00
7/30/2021	Wagner, Jonathan M.	Conference call w/G. Cicero, D. Blabey and S. Issacharoff re attorneys' fees issues (0.8); Revise and edit brief in support of confirmation (2.6).	3.40	4,675.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/30/2021	Eckstein, Kenneth H.	Call with counsel re attorneys fee declarations and brief (0.6); review draft third party release brief and comment (1.0).	1.60	2,520.00
7/30/2021	Blabey, David E.	Compile and edit confirmation brief (2.9); edit section on attorneys' fees from Prof. Issacharoff's team (1.7); multiple emails re edits to brief (0.4); call with Brown Rudnick, Kramer, and Prof. Issacharoff teams (0.7) and follow up email and call to Brown Rudnick (0.2); further edits to brief (2.3).	8.20	9,061.00
7/30/2021	Kennedy, Karen S.	Attend call w/ S. Issacgariff and KL team re attorneys' fees briefing (0.8); update witness chart (0.2); emails with litigation team re same (0.3).	1.30	1,436.50
7/30/2021	Blain, Hunter	Review current draft of confirmation reply brief.	0.40	286.00
7/30/2021	Schinfeld, Seth F.	Emails with E. Townes, G. Cicero, D. Blabey, A. Cahn, and others re: hearing exhibit issues (0.5); email with J. Wagner and D. Blabey re: hearing witness prep and related matters (0.3); email with K. Kennedy re: draft declarations for hearing witnesses (0.2); email with D. Blabey, K. Eckstein, and others re: confirmation brief issues (0.4).	1.40	1,526.00
7/31/2021	Blabey, David E.	Draft preliminary statement for confirmation brief (0.5); edit Guard declaration (0.8).	1.30	1,436.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/31/2021	Schinfeld, Seth F.	Email with G. Cicero re: hearing exhibits (0.1); review and revise latest draft confirmation brief (2.1).	2.20	2,398.00
TOTAL			459.20	\$488,584.00



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Meetings and Communications with Ad-Hoc Committee & Creditors

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Eckstein, Kenneth H.	Partner	12.60	\$19,845.00
Fisher, David J.	Partner	7.70	11,165.00
Ringer, Rachael L.	Partner	17.10	20,520.00
Rosenbaum, Jordan M.	Partner	4.70	5,992.50
Wagner, Jonathan M.	Partner	2.30	3,162.50
Blabey, David E.	Counsel	12.10	13,370.50
Stoopack, Helayne O.	Counsel	3.30	3,729.00
Blain, Hunter	Associate	9.80	7,007.00
Gange, Caroline	Associate	30.30	28,785.00
Khvatskaya, Mariya	Associate	4.30	4,343.00
Kontorovich, Ilya	Associate	2.00	2,080.00
Schinfeld, Seth F.	Associate	3.50	3,815.00
Taub, Jeffrey	Associate	4.00	4,360.00
TOTAL FEES		113.70	\$128,174.50



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Meetings and Communications with Ad-Hoc Committee & Creditors

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/1/2021	Ringer, Rachael L.	Call w/ working group re: updates (0.6), emails with KL team re: same (0.4), coordinate w/ Gilbert re: plan confirmation communications to client (0.3).	1.30	\$1,560.00
7/1/2021	Eckstein, Kenneth H.	Attend Working Group call re plan issues (1.0).	1.00	1,575.00
7/1/2021	Gange, Caroline	Attend working group call re case status and open issues.	0.60	570.00
7/6/2021	Ringer, Rachael L.	Attend working group call (0.8), coordinate re: plan language with clients (0.6).	1.40	1,680.00
7/6/2021	Blabey, David E.	Attend portions of weekly working group call (0.5).	0.50	552.50
7/6/2021	Gange, Caroline	Attend working group call re plan status and updates (0.8); emails and calls w/ Puerto Rico re voting issues (0.3).	1.10	1,045.00
7/7/2021	Fisher, David J.	Prepare for weekly Committee meeting, including preparation of issues list and discussion of same with Brown Rudnick and revisions (1.8); attendance at weekly AHC conference call (1.0).	2.80	4,060.00
7/7/2021	Ringer, Rachael L.	Prepare for (0.3) and attend AHC call (1.0), coordinate re: NOAT amendments with B. Kelly and clients (0.5).	1.80	2,160.00
7/7/2021	Rosenbaum, Jordan M.	Attend call with clients regarding plan documents (1.0).	1.00	1,275.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/7/2021	Eckstein, Kenneth H.	Prepare for (0.4) and lead AHC call (1.0).	1.40	2,205.00
7/7/2021	Blabey, David E.	Attend weekly ad hoc Committee call re plan issues.	1.00	1,105.00
7/7/2021	Stoopack, Helayne O.	Attend weekly AHC call (1.0).	1.00	1,130.00
7/7/2021	Schinfeld, Seth F.	Attend weekly meeting of AHC members re: general case updates and plan supplement filings.	1.00	1,090.00
7/7/2021	Blain, Hunter	Prepare for (0.2) and attend AHC meeting regarding plan supplement and other plan issues (1.0); review case materials and draft multiple AHC update emails (0.5); emails with R. Ringer and C. Gange re same (0.2).	1.90	1,358.50
7/7/2021	Khvatskaya, Mariya	Attend AHC meeting re plan and case updates.	1.00	1,010.00
7/7/2021	Kontorovich, Ilya	Participate in weekly update call re plan.	1.00	1,040.00
7/7/2021	Gange, Caroline	Draft supporting state update email re plan voting, plan supplement, status (0.6); circulate AHC agenda (0.1); attend AHC call (1.0); review and circulate Sackler settlement issues list in preparation for call (0.2); multiple emails/calls w/ supporting states re plan voting questions (0.6); review/revise AHC update emails and communicate w/ R. Ringer and H. Blain re same (0.5).	3.00	2,850.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/8/2021	Ringer, Rachael L.	Attend call with AHC working group re: plan updates and related issues (0.7), review emails to AHC re: summary of depositions (0.3), numerous emails with KL team and clients re: Public Schools settlement and documentation (0.4).	1.40	1,680.00
7/8/2021	Blain, Hunter	Review case materials and send update email to AHC (0.2); review and edit summary of deposition for distribution to AHC (0.3).	0.50	357.50
7/8/2021	Gange, Caroline	Prepare for (0.1) and attend working group call re open issues (0.7).	0.80	760.00
7/9/2021	Gange, Caroline	Update supporting state case update email for circulation (0.2); emails w/ K. Eckstein and R. Ringer re same (0.1); email w/ AHC members re open voting issues (0.9).	1.20	1,140.00
7/12/2021	Blain, Hunter	Review UST objection to KEIP/KERP motion and summarize for distribution to the AHC.	0.40	286.00
7/12/2021	Gange, Caroline	Attend call w/ working group re co-defendant issues and NewCo board (1.0); follow up email w/ working group re same (0.1).	1.10	1,045.00
7/13/2021	Ringer, Rachael L.	Attend call with working group re: case updates (1.0).	1.00	1,200.00
7/13/2021	Eckstein, Kenneth H.	Attend portions of Working Group status call (0.7).	0.70	1,102.50
7/13/2021	Blabey, David E.	Attend working group call (1.0).	1.00	1,105.00



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Meetings and Communications with Ad-Hoc Committee & Creditors

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/13/2021	Blain, Hunter	Call with client regarding voting procedures (0.1); emails with C. Gange re same (0.1); draft update email for AHC (0.2).	0.40	286.00
7/13/2021	Gange, Caroline	Prepare for (0.2) and attend working group call re plan status and updates (0.8); communications with supporting states re plan voting issues (0.4); review draft AHC update email (0.1).	1.50	1,425.00
7/14/2021	Fisher, David J.	Attendance at weekly AHC meeting (1.5).	1.50	2,175.00
7/14/2021	Rosenbaum, Jordan M.	Calls with client regarding governance covenants (0.5).	0.50	637.50
7/14/2021	Eckstein, Kenneth H.	Attend AHC call (1.5).	1.50	2,362.50
7/14/2021	Ringer, Rachael L.	Attend AHC call (1.5).	1.50	1,800.00
7/14/2021	Wagner, Jonathan M.	Participate in portions of weekly Committee call (1.0).	1.00	1,375.00
7/14/2021	Stoopack, Helayne O.	Attend AHC weekly call (1.3).	1.30	1,469.00
7/14/2021	Blabey, David E.	Attend part of weekly AHC call (0.8).	0.80	884.00
7/14/2021	Schinfeld, Seth F.	Attend weekly call of AHC members re: plan updates and issues, NewCo director search process, and related matters.	1.50	1,635.00
7/14/2021	Khvatskaya, Mariya	Prepare for (0.1) and attend AHC meeting (1.5).	1.60	1,616.00
7/14/2021	Taub, Jeffrey	Prepare for (0.1) and attend weekly AHC call re Plan and NewCo LLC Agreement (1.5).	1.60	1,744.00



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Meetings and Communications with Ad-Hoc Committee & Creditors

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/14/2021	Blain, Hunter	Prepare for (0.2) and attend AHC call regarding current confirmation status and other open case issues (1.5).	1.70	1,215.50
7/14/2021	Gange, Caroline	Prep for (0.1) and attend weekly AHC call (1.5); attend call w/ AHC working group re governance covenants (0.5); calls/emails with supporting states re plan voting process (0.7).	2.80	2,660.00
7/15/2021	Eckstein, Kenneth H.	Attend Working Group call (0.8).	0.80	1,260.00
7/15/2021	Ringer, Rachael L.	Attend working group call (0.8).	0.80	960.00
7/15/2021	Blabey, David E.	Attend portions of Working group call (0.5).	0.50	552.50
7/15/2021	Blain, Hunter	Draft and send update email regarding newly filed plan and plan supplement (0.1); review and summarize Raymond Sackler sanction notice for distribution to AHC (0.5); emails with R. Ringer re same (0.1).	0.70	500.50
7/15/2021	Taub, Jeffrey	Attend portions of working group call (0.4).	0.40	436.00
7/16/2021	Ringer, Rachael L.	Attend call with clients re: plan issues/updates and prep for confirmation (1.1).	1.10	1,320.00
7/16/2021	Blabey, David E.	Prepare for call with working group re Guard declaration and discovery (1.1); attend working group call re same and confirmation prep (1.1).	2.20	2,431.00



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Meetings and Communications with Ad-Hoc Committee & Creditors

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/19/2021	Ringer, Rachael L.	Prepare for (0.1) and attend working group call re DOJ issues (0.7).	0.80	960.00
7/19/2021	Ringer, Rachael L.	Review plan objections, review draft update to clients re: same (1.5).	1.50	1,800.00
7/19/2021	Eckstein, Kenneth H.	Attend call with working group and counsel re DOJ issues (0.7); emails with clients re same (0.3).	1.00	1,575.00
7/19/2021	Blabey, David E.	Attend call with working group re DOJ objection (0.7).	0.70	773.50
7/19/2021	Blain, Hunter	Review and draft summary of recent filings for distribution to the AHC (0.2); emails with R. Ringer and C. Gange re same (0.1); draft AHC update email regarding plan objections and examiner's report (0.4); review and revise same prior to sending to AHC and emails with R. Ringer and C. Gange re same (0.5).	1.20	858.00
7/19/2021	Gange, Caroline	Review Plan objections and prepare AHC update/summary chart re same (5.1); attend call w/ AHC subgroup re DOJ issues (0.7).	5.80	5,510.00
7/20/2021	Fisher, David J.	Communications with C. Gange and R. Ringer regarding various Sackler issues and client updates re same (0.5).	0.50	725.00
7/20/2021	Ringer, Rachael L.	Attend AHC call (0.8), call with Alaska re: NOAT questions (0.5).	1.30	1,560.00
7/20/2021	Eckstein, Kenneth H.	Prepare for (0.2) and attend Working Group call (0.8).	1.00	1,575.00



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Meetings and Communications with Ad-Hoc Committee & Creditors

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/20/2021	Blabey, David E.	Attend call with working group re plan objections (0.8).	0.80	884.00
7/20/2021	Blain, Hunter	Communications with AHC member regarding confirmation objections (0.3).	0.30	214.50
7/20/2021	Gange, Caroline	Attend call w/ Alaska AG re NOAT TDPs (0.5); attend working group call re plan status and updates (0.8).	1.30	1,235.00
7/21/2021	Rosenbaum, Jordan M.	Attend call with AHC.	1.00	1,275.00
7/21/2021	Fisher, David J.	Prepare for weekly Committee meeting, including review of relevant documents regarding Settlement Agreement (0.6); attendance and participation in same (1.0).	1.60	2,320.00
7/21/2021	Ringer, Rachael L.	Attend call with KL team, AHC members, and proposed chairman of NewCo board re: next steps on board search (0.7), prepare for and attend portions of meeting with AHC re: updates (0.8).	1.50	1,800.00
7/21/2021	Eckstein, Kenneth H.	Attend call with Working Group and proposed chairman of NewCo board (0.7); prep for (0.4) and attend weekly AHC meeting (0.9).	2.00	3,150.00
7/21/2021	Wagner, Jonathan M.	Attend portion of weekly Committee call (0.6).	0.60	825.00
7/21/2021	Blabey, David E.	Prepare for weekly AHC call (1.5); attend and present on AHC call (1.0).	2.50	2,762.50



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Meetings and Communications with Ad-Hoc Committee & Creditors

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/21/2021	Schinfeld, Seth F.	Attend weekly meeting of AHC members re: plan confirmation and plan supplement updates, KEIP/KERP issues, and NewCo board/trustee search processes.	1.00	1,090.00
7/21/2021	Blain, Hunter	Prepare for (0.1) and attend AHC meeting regarding plan objections and other case issues (1.0).	1.10	786.50
7/21/2021	Khvatskaya, Mariya	Attend AHC meeting.	1.00	1,010.00
7/21/2021	Taub, Jeffrey	Attend weekly AHC call re confirmation timing and objections, board searches.	1.00	1,090.00
7/21/2021	Gange, Caroline	Attend meeting with proposed chairman of NewCo board and working group re next steps (0.7); emails w/ supporting states re plan questions (0.2).	0.90	855.00
7/21/2021	Gange, Caroline	Prepare for (0.1) and attend weekly AHC call (1.0).	1.10	1,045.00
7/21/2021	Kontorovich, Ilya	Participate on weekly update call.	1.00	1,040.00
7/22/2021	Rosenbaum, Jordan M.	Attend call with client working group re plan (0.5).	0.50	637.50
7/22/2021	Gange, Caroline	Attend working group call re NOAT TDP (1.1); review language re same (0.2).	1.30	1,235.00
7/23/2021	Rosenbaum, Jordan M.	Attend call with AHC members (0.8).	0.80	1,020.00



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Meetings and Communications with Ad-Hoc Committee & Creditors

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/23/2021	Blain, Hunter	Review and summarize co-defendant objection for distribution to the AHC (1.5); emails with R. Ringer and C. Gange re same (0.1).	1.60	1,144.00
7/23/2021	Gange, Caroline	Attend call w/ Puerto Rico re NOAT TDPs (0.5); attend call w/ Kansas re same (0.6); review co-defendant Plan objection and coordinate w/ H. Blain re AHC update (0.7).	1.80	1,710.00
7/26/2021	Gange, Caroline	Review NCSG KEIP objections and circulate update of same to AHC.	0.50	475.00
7/27/2021	Eckstein, Kenneth H.	Attend Working Group call (1.0).	1.00	1,575.00
7/27/2021	Blabey, David E.	Attend call with AHC working group (1.1).	1.10	1,215.50
7/27/2021	Gange, Caroline	Attend working group call re plan status and updates (1.1); circulate update emails re plan voting to AHC (0.2).	1.30	1,235.00
7/28/2021	Rosenbaum, Jordan M.	Attend weekly call with AHC (0.9).	0.90	1,147.50
7/28/2021	Fisher, David J.	Preparation for weekly Committee meeting and review of issues (0.3); attendance and participation at weekly AHC conference call (1.0).	1.30	1,885.00
7/28/2021	Eckstein, Kenneth H.	Prepare for (0.2) and attend weekly AHC call (1.0).	1.20	1,890.00
7/28/2021	Ringer, Rachael L.	Prepare for (0.3) and attend AHC call (1.0).	1.30	1,560.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/28/2021	Wagner, Jonathan M.	Attend portions of weekly AHC meeting (0.7).	0.70	962.50
7/28/2021	Blabey, David E.	Attend weekly ad hoc Committee call.	1.00	1,105.00
7/28/2021	Stoopack, Helayne O.	Attend AHC weekly call (1.0).	1.00	1,130.00
7/28/2021	Taub, Jeffrey	Attend weekly AHC call.	1.00	1,090.00
7/28/2021	Khvatskaya, Mariya	Attend portion of AHC meeting.	0.70	707.00
7/28/2021	Gange, Caroline	Draft and circulate AHC update email re KEIP, Canadian stip; confirmation updates (1.4); prep for (0.2) and attend weekly AHC call (1.0); attend call with Puerto Rico re NOAT TDP (0.3)s.	2.90	2,755.00
7/29/2021	Ringer, Rachael L.	Attend portion of call with AHC working group re: updates (0.4).	0.40	480.00
7/29/2021	Eckstein, Kenneth H.	Attend Working Group call (1.0).	1.00	1,575.00
7/29/2021	Gange, Caroline	Attend call w/ working group re confirmation update (1.0); draft and circulate email to full AHC re KERP (0.3).	1.30	1,235.00
TOTAL			113.70	\$128,174.50



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PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Aufses III, Arthur H.	Partner	1.10	\$1,595.00
Bessonette, John	Partner	41.60	54,080.00
Caplan, Jonathan S.	Partner	6.80	8,840.00
Dienstag, Abbe L.	Partner	0.20	275.00
Eckstein, Kenneth H.	Partner	130.80	206,010.00
Fisher, David J.	Partner	154.30	223,735.00
Holtzman, Robert N.	Partner	0.20	235.00
Ringer, Rachael L.	Partner	19.60	23,520.00
Rosenbaum, Jordan M.	Partner	82.30	104,932.50
Blabey, David E.	Counsel	13.50	14,917.50
Stoopack, Helayne O.	Counsel	62.40	70,512.00
Colucci, Marcus	Spec Counsel	3.50	3,867.50
Blain, Hunter	Associate	8.00	5,720.00
Gange, Caroline	Associate	28.10	26,695.00
Khvatskaya, Mariya	Associate	67.90	68,579.00
Klegon, Matthew	Associate	0.50	505.00
Pistilli, Lia	Associate	27.30	27,573.00
Taub, Jeffrey	Associate	104.00	113,360.00
TOTAL FEES		752.10	\$954,951.50



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PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/1/2021	Rosenbaum, Jordan M.	Calls with Milbank, Akin and Brown Rudnick re plan issues (2.6); review of plan supplement documents (0.8).	3.40	\$4,335.00
7/1/2021	Bessonette, John	Review of and comments to Plan Supplement documents (0.9); calls and emails regarding issues and revisions to same with AHC advisors (0.9).	1.80	2,340.00
7/1/2021	Fisher, David J.	Review mark-up of Side B Credit Support Annex from Milbank (1.0); multiple phone calls to negotiate same (1.6); review comments to Side A Annex; communications regarding same (1.1); review and comment on IAC rider; communications regarding same (0.8); various phone calls and email communications among Davis Polk, Brown Rudnick and Akin Gump regarding various open issues on Settlement Agreement (0.8); communications with Davis Polk regarding Settlement issues and emails regarding same (0.4).	5.70	8,265.00
7/1/2021	Eckstein, Kenneth H.	Attend conf call w/ DPW, AHC and Public School counsel re Schools settlement (0.6); call with Spencer Stuart re NewCo director issues (0.7); review plan supplement docs, comment and correspond re same (1.6); calls/emails with DPW, Akin, R. Ringer, KL corporate team re plan issues (1.5).	4.40	6,930.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/1/2021	Caplan, Jonathan S.	Review IP issues relevant to confirmation.	1.10	1,430.00
7/1/2021	Stoopack, Helayne O.	Calls with various AHC parties re: outstanding tax issues (2.7); attend call with Brown Rudnick, DPW tax re: open tax issues (1.0); emails with Brown Rudnick, KL tax and corporate re: open tax issues (0.4); attend weekly corporate call (0.2); review revisions to credit support annexes and emails with Brown Rudnick re: same (1.2); revise tax language (0.3); review Tribe Trust, LLC agreements (1.2); review Transfer Agreement (0.5); review DPW revisions to MDT agreement (0.3).	7.80	8,814.00
7/1/2021	Colucci, Marcus	Prepare for conference call with KL team and review updated term sheet (0.5); correspond with Davis Polk regarding outstanding requests for information (0.5).	1.00	1,105.00
7/1/2021	Taub, Jeffrey	Call w/ J. Rosenbaum and J. Bessonette re status of corporate documents (0.4); prepare for and attend status call w/ KL and Brown Rudnick corporate teams (0.4); review Brown Rudnick revised draft of Credit Support Agreement, call w/ K. Davis (BR) re same (0.5); review DPW comments to same, e-mail J. Rosenbaum re same (0.5); review revised NOAT Trust agreement (0.6); e-mails w/ KL tax team re NewCo LLC Agreement status (0.2).	2.60	2,834.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/1/2021	Khvatskaya, Mariya	Revise tax language rider (0.6); review revised IAC provisions (1.3); review revised B side annex (0.7); attend tax call with DPW, Brown Rudnick and Akin re: tax issues and annexes (0.9); tax calls with Sackler counsel and DPW re: tax issues (2.8); attend corporate call with KL and Brown Rudnick (0.2); review NewCo transfer agreement (0.4).	6.90	6,969.00
7/1/2021	Gange, Caroline	Attend call w/ DPW, AHC counsel and Public School counsel re Public School settlement (0.6); emails w/ R. Ringer re same (0.3).	0.90	855.00
7/2/2021	Fisher, David J.	Review of revised Side B Annex from DPW and communications re same with Brown Rudnick (1.8); review default issues and communications with DPW, Brown Rudnick and J. Rosenbaum re same (0.8); communications with FTI re IAC and Sections 1 Sections 1 and 2 to Settlement Agreement and communications re same with Brown Rudnick (0.8); multiple calls with J Rosenbaum re various issues (0.5); review comment to TopCo Agreement from J. Taub and communications with J. Taub and J. Rosenbaum re same (0.6).	4.50	6,525.00
7/2/2021	Rosenbaum, Jordan M.	Review of NewCo LLC Agreement and related plan documents.	0.90	1,147.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/2/2021	Bessonette, John	Calls and emails with KL and Brown Rudnick re M&A and corporate matters [0.8]; review of NewCo Transfer Agreement, review Precedent Agreements, revise NewCo Transfer Agreement and circulate revised draft to Brown Rudnick and KL teams [2.8]; emails regarding same [0.4].	4.00	5,200.00
7/2/2021	Eckstein, Kenneth H.	Revise plan supplement documents (3.9), multiple calls w/ AHC advisors re same (1.8), review and comment on Plan (0.8).	6.50	10,237.50
7/2/2021	Caplan, Jonathan S.	Prepare for (0.4) and conduct call with KL corporate team re deal structure, strategy issues; review latest version of NewCo operating agreement (0.4); follow-up correspondence w/ KL team re IP issues (0.3); review comments on transfer agreement (1.1).	2.20	2,860.00
7/2/2021	Ringer, Rachael L.	Call with Gilbert team re: plan confirmation standards (0.7), attend calls w/ DPW re: confirmation prep (1.5).	2.20	2,640.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/2/2021	Stoopack, Helayne O.	Review Credit Support Agreement and J. Taub email re: same (0.5); review DPW revisions to credit support annexes (0.7); call and emails with DPW, Brown Rudnick re: NOAT and Tribe Trust agreements (0.6); review D. Fisher email re: open tax issues with family (0.3); call with DPW, Brown Rudnick, family counsel re: open tax issues (0.7); follow up call with M. Khvatskaya re: same (0.6); review comments on Transfer Agreement and emails with J. Bessonette re: same (0.6).	4.00	4,520.00
7/2/2021	Colucci, Marcus	Attend call with KL IP and corporate teams regarding outstanding information needed (0.4); analyze information and correspond with counsel regarding same (1.1).	1.50	1,657.50
7/2/2021	Blain, Hunter	Research regarding attorneys' fees and other plan issues (4.3); emails with D. Blabey re same (0.2).	4.50	3,217.50
7/2/2021	Khvatskaya, Mariya	Attend call with Brown Rudnick and DPW tax re: NOAT and TAFT (0.5); attend tax call with Sackler counsel and DPW re: settlement agreement provisions (1.9); discuss NewCo transfer agreement with H. Stoopack (0.2); discuss outstanding tax issues with H. Stoopack (0.6); review NOAT agreement (1.4).	4.60	4,646.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/2/2021	Taub, Jeffrey	Attend call w/ KL corporate and KL IP teams re transfer agreement (0.4); review transfer agreement, e-mail M. Khvatskaya re same (0.4); e-mails and call w/ K. Davis (BR) re Credit Support Agreement, call w/ J. Rosenbaum re same (0.6); Review MDT Trust Agreement, e-mails with J. Rosenbaum, K. Eckstein re same (0.7).	2.10	2,289.00
7/2/2021	Gange, Caroline	Review public school settlement term sheet (0.3); update PAT Agreement re same (0.7); correspond w/ R. Ringer re same (0.2).	1.20	1,140.00
7/3/2021	Fisher, David J.	Review various riders of Settlement Agreements, markup of same and negotiations with Akin and Brown Rudnick re same (4.5); call with Akin re certain issues on remedies (0.3); communications with Brown Rudnick and Akin re issues on Settlement Agreement (0.8); communications with FTI on comments in Articles 1 and 2 (0.5); communications with tax advisor professionals as to tax comments (0.6).	6.70	9,715.00
7/3/2021	Bessonette, John	Review revised NewCo LLC agreement and review and reply to emails re same (0.8); review NewCo Transfer Agreement and emails re same (0.5); review and reply to emails re Settlement Agreement matters (0.8).	2.10	2,730.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/3/2021	Stoopack, Helayne O.	Review family proposed language re: listed transactions and emails re: same (0.4); attend tax follow-up call with DPW, Brown Rudnick (1.5); review DPW and Brown Rudnick revisions to B-side annex, IAC rider, MDT Agreement and emails re: same (2.5).	4.40	4,972.00
7/3/2021	Khvatskaya, Mariya	Attend call with Brown Rudnick and DPW tax re: outstanding tax issues (1.5); review revisions to transfer agreement (0.3); review revised B side proposal (0.6); review and revise tax matters agreement (0.8); review revised IAC rider (0.7).	3.90	3,939.00
7/4/2021	Fisher, David J.	Review IAC Rider and communications re same (0.8); review comments to Annex A (Side A) and communications re same (1.4); review Articles 1 and 2 and comments re same (0.5); review / comments to draft and revisions to Group 4 Credit Support Annex (0.8); review Reps and Warranties rider (Articles 7 and 8) and Brown Rudnick comments to same and revise with additional comments to same (1.3); multiple communications with Brown Rudnick and Akin re comments to Reps and Warranty rider (0.7).	5.50	7,975.00
7/4/2021	Rosenbaum, Jordan M.	Attend call with Houlihan, J. Taub, J. Bessonette and R. Ringer (1.0); draft and review of NewCo LLC Agreement (1.9).	2.90	3,697.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/4/2021	Bessonette, John	Attend call with KL and Houlihan regarding Debtor revisions to NewCo LLC Agreement, follow up calls and emails with KL and Houlihan re same (1.3); revise NewCo Transfer Agreement and circulate to AHC advisors, review and reply to emails regarding same (1.2).	2.50	3,250.00
7/4/2021	Stoopack, Helayne O.	Review revised draft of NewCo LLC agreement (0.6); review draft tax matters agreement (0.8).	1.40	1,582.00
7/4/2021	Taub, Jeffrey	Review DPW revisions to NewCo LLC Operating Agreement, call w/ J. Rosenbaum re same (1.9); prepare for and attend call w/ KL and Houlihan teams re same (1.0); call w/ E. Vonnegut and J. Rosenbaum re revisions to NewCo LLC Operating Agreement (0.3); draft and circulate summary of open economic issues in NewCo LLC Operating Agreement (0.9).	4.10	4,469.00
7/4/2021	Khvatskaya, Mariya	Review revised IAC rider (0.2); review revised transfer agreement (0.3).	0.50	505.00
7/5/2021	Rosenbaum, Jordan M.	Calls with K. Eckstein, J. Taub, Houlihan, J. Bessonette and D. Fisher re NewCo LLC Agreement (2.5); draft and review of Newco LLC Agreement and related documents (2.0).	4.50	5,737.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/5/2021	Fisher, David J.	Review markups of language/riders re Snap Bank Parties and analysis of same (0.6); multiple calls with K. Eckstein, J. Rosenbaum, R. Ringer, Houlihan re Settlement Agreement issues and Operating Agreement comments (1.7); conf call with K Eckstein and A Libby re snap backs and other Settlement Agreement issues (0.6); review IAC rider comments, reps and warranties revisions (0.7); review remedies grids and communications re same with Akin and Brown Rudnick (1.2); review markup of Side B Credit Support Annex (0.5); prepare list of "material issues" (0.3).	5.60	8,120.00
7/5/2021	Bessonette, John	Emails regarding NewCo Transfer Agreement with AHC Advisors, review revisions; prepare cumulative mark-up and send to Davis Polk (2.0); call with J. Rosenbaum and J. Taub regarding revised NewCo LLC Agreement from Davis Polk, follow up call with J. Taub (1.2); calls with AHC Advisors regarding open items in Settlement Agreement and NewCo LLC Agreement and emails and calls with J. Rosenbaum and J. Taub regarding same (1.8); review and reply to case emails re Plan Supplement documents (0.7).	5.70	7,410.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/5/2021	Eckstein, Kenneth H.	Correspond with Judge Chapman re mediation details, call with Judge Chapman, correspond re confidentiality (1.4); call with M. Huebner re mediation report (0.7); review NewCo Operating Agreement, review comments, calls re same (1.5); review NewCo Credit Support Agreement, comment (0.8); review MDT agreement, comment (0.4).	4.80	7,560.00
7/5/2021	Caplan, Jonathan S.	Review transaction correspondence; review additional comments on NewCo transfer agreement; review correspondence; review further comments to the transfer agreement.	2.30	2,990.00
7/5/2021	Aufses III, Arthur H.	Correspondence w/ S. Schinfeld and J. Taub re indemnity issue (0.3); review documents re same (0.8).	1.10	1,595.00
7/5/2021	Ringer, Rachael L.	Calls re: snap back list, emails with KL team, K. Eckstein re: same and re: plan confirmation issues (1.0).	1.00	1,200.00
7/5/2021	Stoopack, Helayne O.	Further review of draft tax matters agreement (0.8); emails with Akin, Brown Rudnick re: same (0.6); review TopCo agreement and email M. Khvatskaya re: same (0.7); review revisions to IAC rider (0.6); review revisions to B-side annex (0.6); review other Plan Supplement documents (1.7).	5.00	5,650.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/5/2021	Taub, Jeffrey	Review DPW draft of NewCo Operating Agreement (0.7); prepare for and attend call w/ J. Bessonette and J. Rosenbaum re same (1.4); draft issues list for KL Bankruptcy re same (1.1); revise NewCo Operating Agreement per J. Bessonette and J. Rosenbaum comments (2.2); e-mails and tcall w/ A. Aufses re indemnification provisions in NewCo Operating Agreement (0.4); prepare for and attend multiple calls w/ KL corporate and KL Bankruptcy teams re NewCo Operating Agreement (1.7); further revisions to NewCo Operating Agreement per KL team comments, and circulate same (3.6).	11.10	12,099.00
7/5/2021	Khvatskaya, Mariya	Review revised TopCo LLC agreement (0.6); review revised IAC rider (1.0); review restructuring steps (0.8).	2.40	2,424.00
7/6/2021	Rosenbaum, Jordan M.	Calls with DPW regarding plan documents (2.4); draft and review of plan documents (4.5); calls with DPW, Akin and Brown Rudnick regarding credit support (1.5).	8.40	10,710.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/6/2021	Fisher, David J.	Review revised Side A Annex (0.8); numerous conference calls with Debevoise and Creditor Representatives regarding Side A Annex; discuss and negotiate issues (2.0); review and comment on various Settlement Agreement riders and comments to Akin Gump and Brown Rudnick regarding same (1.4); review and discuss and comment on Side B Mark-up and Side A mark-up with Akin Gump and Brown Rudnick (3.6); multiple emails and calls with K. Eckstein, R. Ringer and J. Rosenbaum regarding discussion of various Settlement issues (1.2); review Settlement Agreement mark-up for Debevoise and Milbank (0.8); conference call with Davis Polk and Brown Rudnick regarding status of documents and filings (0.4); review Supplemental issues list and Settlement Agreement (0.5).	10.70	15,515.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/6/2021	Eckstein, Kenneth H.	Attend call with Debtors and NCSG re operating injunction (0.9); attend call with DPW and Brown Rudnick re confirmation issues (0.5); review and comment on abatement declaration (0.6), Sackler NewCo LLC agreement (2.2), Credit Support (1.7), MDT agreement (1.6), TopCo agreement (1.4); attend call with Houlihan and FTI re NewCo LLC agreement (1.0); call with KL corporate team re same (0.6); review and comment on additional plan supplement docs (2.1); numerous emails and calls with KL team and AHC professionals re plan supplement docs and confirmation issues (1.4).	14.00	22,050.00
7/6/2021	Bessonette, John	Numerous calls with J. Rosenbaum, J. Taub and Houlihan and FTI, and Davis Polk, regarding open items in NewCo LLC Agreement and review and revisions to LLC Agreement in preparation for Plan Supplement filing (6.5); work on Transfer Agreement for NewCo and review and revisions to and emails regarding same to finalize for Plan Supplement filing (0.8); review and reply to emails and discussions regarding Credit Support Agreement and TopCo LLC Agreement and Plan Supplement filing and resolution of outstanding matters in connection with same (1.6).	8.90	11,570.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/6/2021	Ringer, Rachael L.	Call with DPW re: confirmation/fee issues (0.5), attend call with KL team re: declarations (0.5).	1.00	1,200.00
7/6/2021	Stoopack, Helayne O.	Attend call with Brown Rudnick, DPW tax re: restructuring steps, other tax issues (0.8); attend call with Brown Rudnick, DPW, Akin tax re: open tax issues (0.5); attend call with family counsel, Brown Rudnick, DPW, Akin re: same (1.7); call with creditors/DPW re: credit support annexes (1.5); review revisions to Plan Supplement documents (0.8).	5.30	5,989.00
7/6/2021	Taub, Jeffrey	Call w/ J. Rosenbaum re NewCo LLC Agreement (0.7); call w/ Houlihan team and call w/ B. Bromberg (FTI) re same (1.0); call w/ KL corporate team and K. Eckstein re same (0.6); revise NewCo LLC Agreement, e-mails w/ DPW, AHC and US DOJ re same (2.8) revise and circulate TopCo LLC Agreement (1.8); e-mails J. Charles (Brown Rudnick) and S. Massman (DPW) re PAT Agreement (0.3); prepare for and attend call w/ KL and DPW teams re NewCo LLC Agreement (1.7); review DOJ comments on NewCo LLC Agreement, follow up e-mails KL team re same (0.3); prepare for, attend and follow up from call w/ KL team, FTI and Houlihan re revisions to Plan and NewCo LLC Agreement (1.4).	10.60	11,554.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/6/2021	Khvatskaya, Mariya	Attend call with Brown Rudnick and DPW tax re: restructuring steps (0.8); attend call with Brown Rudnick and DPW re: PAT tax status and structure (0.5); review revised Multi-pod and Pod 2 annexes (0.6); review reps and covenants (0.3); review revised transfer agreement (0.3); review credit support agreement (0.7); attend call with Brown Rudnick, DPW and Akin tax re: annexes (0.6); attend call with family counsel and DPW (1.8); attend portion of call with Brown Rudnick and DPW re: credit annexes (2.8); review revised NewCo LLC Agreement (0.6).	9.00	9,090.00
7/6/2021	Gange, Caroline	Attend call w/ AHC, Debtors, and NCSG members re operating injunction (0.9).	0.90	855.00
7/7/2021	Rosenbaum, Jordan M.	Calls with Akin regarding NewCo LLC Agreement (1.2); calls with Houlihan, J. Taub, K. Eckstein regarding NewCo LLC Agreement and related documents (3.0); draft and review of plan documents (5.5).	9.70	12,367.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/7/2021	Fisher, David J.	Review, negotiation and comment on Credit Support Annexes and various Settlement Agreement riders and provisions; communications with Brown Rudnick, Akin Gump and Davis Polk regarding same (5.3); review consolidated Settlement Agreement; review of proposed Plan Supplement filing documents; review, revise and negotiations of disclosure and disclaimer language; communications with R. Ringer and Davis Polk regarding same (1.6); multiple communications with Brown Rudnick and Akin Gump regarding open issues on Settlement (1.3).	8.20	11,890.00
7/7/2021	Eckstein, Kenneth H.	Attend NewCo board interviews (2.0); work on Mediator report, confi issues, correspond re same (0.8); multiple calls and correspondence re NewCo Operating Agreement; correspond with Akin, DPW, DOJ, KL re same (3.5); call re Sackler issues, review issues list, call w/ D. Fisher re same (1.6); work on plan modifications and issues, reservations of rights, other plan supplement issues (1.4).	9.30	14,647.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/7/2021	Bessonette, John	Emails and call with AHC advisors on NewCo LLC operating agreement (1.0); numerous calls and emails with J. Rosenbaum and J. Taub and other advisors, AHC and other advisor teams, and DOJ, and clients regarding Debtor, Akin / UCC and DOJ comments to NewCo LLC agreement (2.5); review and revisions to Transfer Agreement for NewCo and circulate to AHC advisor team, further revisions and circulate to Debtors (1.0); review and revisions to and emails regarding TopCo Agreement and Credit Support Agreement (0.4); review and reply to emails with all members of working group to finalize Plan Supplement documents for filing (2.7).	7.60	9,880.00
7/7/2021	Ringer, Rachael L.	Review/provide comments to NewCo transfer agreement (0.5).	0.50	600.00
7/7/2021	Stoopack, Helayne O.	Review Plan Supplement documents and emails KL, Brown Rudnick, DPW, Akin re: same (6.3).	6.30	7,119.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/7/2021	Taub, Jeffrey	E-mails and call w/ J. Rosenbaum and K. Eckstein re Credit Support Agreement and TopCo LLC Agreement (0.6); review, revise and circulate TopCo LLC Agreement (1.4); review revised NewCo LLC Agreement, draft and circulate issues list re same (1.3); prepare for and attend call w/ KL team and AHC financial advisors re same (2.4); revise LLC Agreement per same (2.6); review DOJ comments on NewCo LLC Agreement, multiple e-mails and call w/ J. Peacock and J. Rosenbaum re same, revise NewCo LLC Agreement re same (1.6); review Houlihan comments to NewCo LLC Agreement, revise and circulate same (0.7); review Akin comments on revised NewCo LLC Agreement, draft issues list re same, e-mails K. Eckstein and J. Rosenbaum (1.4); negotiate resolution of outstanding NewCo LLC Agreement, recirculate same (2.1).	14.10	15,369.00
7/7/2021	Khvatskaya, Mariya	Review revised annexes (0.6); review revised NewCo transfer agreement (0.2); review revised NewCo agreement (0.4); review revised structuring steps (0.2); review revised TopCo agreement (0.3); review revised settlement agreement (2.2).	3.90	3,939.00
7/7/2021	Gange, Caroline	Review draft plan supplement documents.	2.10	1,995.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/8/2021	Rosenbaum, Jordan M.	Calls with Brown Rudnick and Akin regarding settlement agreement (1.7); review of plan documents (0.6).	2.30	2,932.50
7/8/2021	Fisher, David J.	Review and mark-ups of Credit Support Annexes, Articles 1 and 2, representations and warranties riders and Settlement Agreement (3.4); conference call with Brown Rudnick and Akin Gump regarding same (1.0); conference call with Davis Polk regarding process and certain issues (0.7); communications with K. Eckstein and R. Ringer regarding process and issues (0.4); conference call with FTI regarding Articles 1 and 2; review of FTI comments and questions (1.2).	6.70	9,715.00
7/8/2021	Dienstag, Abbe L.	Brief review of comments to HSR request for interpretive advice.	0.10	137.50
7/8/2021	Bessonette, John	Emails with KL team post-filing of Plan Supplement materials (0.3); review of revised LLC agreements for NewCo and TopCo, Credit Support Agreement and NewCo Transfer Agreement as revised by Debtors vs last versions circulated by KL (0.5); emails with J. Rosenbaum and J. Taub re same (0.2).	1.00	1,300.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/8/2021	Eckstein, Kenneth H.	Call with client Working Group re case issues (0.8); call with Korn Ferry, client groups re MDT and NOAT trustee roles, search process, etc. (1.5); call with DPW re 2021 KEIP (0.6); call re confirmation hearing witnesses (0.7); listen to Cowan deposition re allocation (2.0); work on Sackler agreement issues, review documents, calls re same (1.5).	7.10	11,182.50
7/8/2021	Blain, Hunter	Communications with J. Taub regarding plan supplement and other documents (0.1).	0.10	71.50
7/8/2021	Taub, Jeffrey	Review filed versions of plan supplement documents, e-mails KL team, Brown Rudnick team and FAs re same.	1.20	1,308.00
7/8/2021	Khvatskaya, Mariya	Review revised NewCo agreement.	0.40	404.00
7/8/2021	Gange, Caroline	Multiple emails w/ AHC profs re board candidates (0.3); attend call w/ Korn Ferry re NOAT and MDT board search (2.1); emails w/ AHC counsel re plan voting issues (0.4).	2.80	2,660.00
7/9/2021	Rosenbaum, Jordan M.	Review of NewCo LLCA and other plan documents (1.6); calls with DPW and Akin (1.0); review of settlement agreement (1.0).	3.60	4,590.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/9/2021	Bessonette, John	Call with J. Rosenbaum and J. Taub regarding revisions to filed Plan Supplement NewCo LLC Agreement and other plan supplement documents (0.8); calls and emails with KL team and other AHC advisors and clients regarding revisions, DOJ comments input by Debtors and next steps for resolution of outstanding comments and issues (1.6).	2.40	3,120.00
7/9/2021	Fisher, David J.	Review and conference call with Creditor Professionals, Milbank and Debevoise on representation and warranty rider (1.4); review and comments on IAC sales proceeds rider; communications with Brown Rudnick and Akin Gump regarding same (1.3); conference call regarding Assignment of Claims issue with Akin Gump, KL, Davis Polk and Milbank (0.5); review and comment on Pod 4 Credit Support Annex (0.5); review revisions to Sections 1 and 2 following conversations with FTI; review comments from Brown Rudnick (1.5).	5.20	7,540.00
7/9/2021	Dienstag, Abbe L.	Email KL team re: Brown Rudnick markup of draft request.	0.10	137.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/9/2021	Eckstein, Kenneth H.	Call re Sackler reps and warranties (1.4); call with DPW re co-defendant claims and releases (0.5); call with Milbank, Akin re assignment of claims in Sackler deal (0.7) follow up with A. Pries re same (0.4); call with E. Vonnegut re plan and NewCo operating agreement issues, review materials re same (1.3); call with A. Libby re Sackler issues, correspond with D. Fischer, J. Rosenbaum, J. Taub re open issues (1.6).	5.90	9,292.50
7/9/2021	Ringer, Rachael L.	Call with DPW re: co-defendant issues (0.6), review all-state update re: plan updates (0.3).	0.90	1,080.00
7/9/2021	Stoopack, Helayne O.	Review Mediator's report (0.5); review blacklines of Plan Supplement documents as filed (1.3).	1.80	2,034.00
7/9/2021	Taub, Jeffrey	Review NewCo LLC Agreement, call w/ J. Rosenbaum and J. Bessonette re same (1.3); review Credit Support Agreement and TopCo LLC Agreement, e-mails Brown Rudnick team re same (0.8); draft and circulate issues list re open issues in document set, call w/ J. Rosenbaum, K. Eckstein re same and re DOJ comments (1.4); multiple e-mails and call w/ C. Gange re DOJ comments on NewCo Agreement (0.5); emails w/ DPW team and KL team re open issues in documents (0.2).	4.20	4,578.00
7/9/2021	Khvatskaya, Mariya	Review NOAT agreement as filed.	0.20	202.00



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7/9/2021	Gange, Caroline	Call w/ J. Taub and J. Rosenbaum re DOJ issues (0.2); follow-up call w/ J. Taub re same (0.2); begin drafting issues list re NewCo Operating Agreement (1.9); emails w/ K. Eckstein re same (0.3).	2.60	2,470.00
7/11/2021	Fisher, David J.	Review and comment on Reps and Warranties Rider and communications with Brown Rudnick and Akin re same (0.7).	0.70	1,015.00
7/11/2021	Rosenbaum, Jordan M.	Review of plan documents.	0.20	255.00
7/11/2021	Bessonette, John	Review and reply to emails re issues with NewCo LLC agreement, transfer agreement and other plan supplement documents (1.6); call with J. Rosenbaum and J. Taub and emails regarding open items in Plan (0.7); review and reply to emails re Plan and Plan Supplement updated filing and related matters (0.4).	2.70	3,510.00
7/11/2021	Taub, Jeffrey	Review filed plan supplement agreements, multiple calls and e-mails KL team re same (0.7); draft, revise and circulate issues list re same (2.4); review draft revised plan and NewCo LLC Agreement, call w/ KL corporate team re same (1.0).	4.10	4,469.00
7/11/2021	Khvatskaya, Mariya	Review the revised plan (1.0).	1.00	1,010.00
7/11/2021	Khvatskaya, Mariya	Review revised NewCo transfer agreement (0.2); review revised annexes (0.3).	0.50	505.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/11/2021	Gange, Caroline	Draft/edit issues list re NewCo Operating Agreement/DOJ (2.9); emails w/ J. Taub re same (0.3); emails w/ K. Eckstein re same (0.1); review sixth amended plan (1.4).	4.70	4,465.00
7/12/2021	Rosenbaum, Jordan M.	Draft and review of NewCo LLC Agreement and plan documents (4.0); calls with DPW and Akin (2.0); call with DOJ (1.7).	7.70	9,817.50
7/12/2021	Bessonette, John	Call with Plan Supporting advisors and Pillsbury (NSCG counsel) re joining plan process and related matters (0.5); emails and call with J. Rosenbaum, J. Taub and Houlihan re NewCo LLC agreement and Plan comments to revised Plan circulated by Debtors (0.7); review and reply to emails with Debtor and creditor advisors re Plan and Plan supplement documents and filing process (0.4); review and revisions to filed Transfer Agreement, emails with AHC advisors and circulate to Debtors (0.5); review revised Plan and NewCo LLC Agreement drafts and emails re same with AHC advisors (0.8).	2.90	3,770.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/12/2021	Fisher, David J.	Attend call with Akin Gump, KL, A. Troop (0.5); call with Creditor Professionals, Milbank, Debevoise regarding representations and warranties (1.0); review revised Credit Support Annexes from Debtor, Debevoise and Milbank (1.4); review various riders for Settlement Agreement; discussion of same with Brown Rudnick (2.6); attend call with Davis Polk and Credit Professionals regarding open issues (1.2); call with K. Eckstein and J. Rosenbaum regarding issues, status and next steps (0.4); multiple calls with Brown Rudnick regarding issues (0.8); communications with FTI regarding Article 2 issues and other issues (0.5).	8.40	12,180.00
7/12/2021	Eckstein, Kenneth H.	Call re NCSG issues with A. Pries, A. Troop (0.7); multiple calls re NewCo Operating agreement, plan issues, review docs, correspond re same, calls with DPW, call with DOJ, calls with E. Vonnegut, MK (3.5); calls re board search issues (0.8).	5.00	7,875.00
7/12/2021	Ringer, Rachael L.	Call w/ working group re: various plan issues (1.0), call with DPW re: NewCo/TopCo issues (1.5), emails with KL team re: plan (0.5).	3.00	3,600.00
7/12/2021	Stoopack, Helayne O.	Review revisions to Plan, comments to same and emails with AHC professionals re: same (1.8); review revised Credit Support Annexes (0.6).	2.40	2,712.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/12/2021	Khvatskaya, Mariya	Review revisions to plan.	0.20	202.00
7/12/2021	Taub, Jeffrey	Prepare for and attend call w/ NCSG, AHC and UCC counsel re process (0.6); prepare for, and attend call w/ Houlihan team re NewCo LLC Agreement (0.9) prepare for, attend and follow up from call w/ DPW, KL team, AHC and DOJ re DOJ markup to NewCo LLC Agreement (2.1); revise annotated NewCo LLC Agreement, and issues list, e-mail C. Gange re same (0.8); review and revise Plan (1.8); revise NewCo LLC Agreement per team comments (1.9) call w/ DPW team and J. Rosenbaum re NewCo LLC Agreement markup (0.8).	8.90	9,701.00
7/12/2021	Gange, Caroline	Draft/edit chart re DOJ issues (1.2); emails w/ J. Taub re same (0.2); annotate DOJ markup of NewCo operating agreement w/ AHC responses (1.3); call w/ K. Eckstein and J. Rosenbaum re same (0.2); attend call w/ DOJ and Debtors re NewCo Operating Agreement and governance covenants (2.2); review/revise sixth amended plan (1.5); emails w/ AHC professionals re same (0.3).	6.90	6,555.00
7/12/2021	Khvatskaya, Mariya	Review family's comments on B side annex (0.6); attend call with DOJ re: NewCo operating agreement (1.9); call with DPW re: open issues (1.0); review revised NewCo agreement (0.6).	4.10	4,141.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/13/2021	Rosenbaum, Jordan M.	Calls with Debevoise, DPW and Milbank (1.6); draft and review of plan documents (2.0).	3.60	4,590.00
7/13/2021	Eckstein, Kenneth H.	Call with R. Shore re Newco board candidates (0.4); call re MDT agreement (0.7); call with A. Libby, J. Rosen, G. Uzzi re Sackler settlement issues (1.0); call with parties re Side A covenants (0.8); prepare for and lead call with Abbott re settlement and release (1.4); correspond with DPW, clients, Akin re plan, DOJ and documents, voting deadline (1.8).	6.10	9,607.50
7/13/2021	Fisher, David J.	Review, mark-up, comment and negotiate Credit Support Annexes (1.4); review and mark-up representations and warranties rider and IAC riders; discussions with Brown Rudnick and Akin Gump regarding same (2.1); review and comment on Sections 1 and 2 of Settlement Agreement; conference call with FTI and Brown Rudnick to discuss same (1.6); multiple communications with Akin Gump, Davis Polk and Brown Rudnick regarding issues on Settlement Agreement (1.2); review mark-up from Brown Rudnick on Sections 1 and 2 (0.8); review various mark-ups of other sections of Settlement Agreement (0.7).	7.80	11,310.00
7/13/2021	Ringer, Rachael L.	Call with co-defendant re: potential claim issues/settlement (0.8).	0.80	960.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/13/2021	Taub, Jeffrey	Revise and circulate TopCo LLC Agreement, call w/ J. Charles (BR) re same (2.2); review DPW revised drafts of NewCo LLC Agreement and Plan, draft issues lists re same, call w/ J. Rosenbaum and call w/ E. Miller (Akin) re same (2.4); call w/ Houlihan team re same (0.4); review and annotate DOJ draft governance covenants (0.8).	5.80	6,322.00
7/13/2021	Khvatskaya, Mariya	Review revisions to plan.	0.30	303.00
7/13/2021	Khvatskaya, Mariya	Call with DPW and Brown Rudnick tax re: outstanding tax issues on the agreement (0.6); attend portion of call with DPW and Sackler counsel re: same (0.5); draft summary of open tax points (0.6); review breach charts for each annex and CSA (1.5).	3.20	3,232.00
7/13/2021	Gange, Caroline	Review/revise memo re appeals issues (0.4); emails w/ K. Eckstein and J. Rosenbaum re NewCo Agreement issues (0.5).	0.90	855.00
7/14/2021	Rosenbaum, Jordan M.	Calls with DPW and Akin regarding NewCo documents (2.0); review of plan documents (2.0); calls with DPW and Akin and Debevoise and Milbank regarding settlement agreement (1.6).	5.60	7,140.00



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7/14/2021	Eckstein, Kenneth H.	Call with K. Marino re excluded parties (0.6); review plan revisions, NewCo governance issues, DOJ proposed covenants, correspond and comment re same (2.4); call with S. Gilbert re issues (0.4); call with distributors and others (1.3); call with parties re attorney fee presentation (0.7); work on board search, correspond re same (0.8).	6.20	9,765.00
7/14/2021	Fisher, David J.	Review remedies chart in preparation for call and negotiating sessions (0.8); attend call with Debevoise, Milbank and Creditor Professionals regarding remedies and follow-up with J. Rosenbaum and Brown Rudnick regarding same (2.2); review comments and revisions to Credit Support Annexes (1.4); communications with J. Rosenbaum and Brown Rudnick regarding process and discussion of issues (0.4); call with A. Libby regarding various issues and process for resolution (0.8).	5.60	8,120.00
7/14/2021	Holtzman, Robert N.	Call with J. Rosenbaum re: indemnification issues in operating agreement (0.2).	0.20	235.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/14/2021	Ringer, Rachael L.	Call with KL team re: NewCo/TopCo operating agreement (0.5), call re: Purdue injunction (0.8), call w/ DPW re: plan issues (1.0), attend portion of call with A. Preis re: fee issues and confirmation (0.3), review plan changes and related issues (0.5), draft plan update email for working group (0.7).	3.80	4,560.00
7/14/2021	Fisher, David J.	Update issues list and communications with Brown Rudnick regarding same (0.7).	0.70	1,015.00
7/14/2021	Stoopack, Helayne O.	Review revisions to Plan and Plan Supplement documents (3.2); call with M. Khvatskaya re: same (0.2).	3.40	3,842.00
7/14/2021	Blabey, David E.	Draft best interests section of confirmation brief (4.2); call with A. Preis and AHC counsel re attorneys fee objections (0.5).	4.70	5,193.50
7/14/2021	Taub, Jeffrey	Prepare for and attend call w/ KL and DPW team re NewCo LLC Agreement, follow up call w/ J Rosenbaum re same (0.8); prepare for, attend and follow up from call w/ Akin, KL and DPW team re NewCo LLC Agreement (0.6); review NewCo-related provisions in plan, e-mails w/ KL team re same (0.5); e-mails w/ A. Preis re Plan revisions (0.3); call w/ AHC and J. Rosenbaum re Governance Covenants, revise and circulate same (1.6); e-mails and call w/ J. Rosenbaum re same, further revisions to same and circulate (0.9).	4.70	5,123.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/14/2021	Khvatskaya, Mariya	Review revisions to plan.	0.40	404.00
7/14/2021	Khvatskaya, Mariya	Review revised annexes (1.4); call with DPW re: NewCo and TopCo agreements (0.5); review revised settlement agreement (1.1); attend call re: breaches (2.0).	5.00	5,050.00
7/14/2021	Gange, Caroline	Review/revise NewCo Agreement issues list (1.0); emails w/ J. Taub and J. Rosenbaum re same (0.2); emails w/ J. Rosenbaum re governance covenants (0.2); review revisions to same (0.4); emails w/ K. Eckstein re same (0.1).	1.90	1,805.00
7/15/2021	Rosenbaum, Jordan M.	Calls with DPW and Akin and Brown Rudnick (2.4); review of plan documents (0.9); calls with K. Eckstein and Brown Rudnick (1.0).	4.30	5,482.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/15/2021	Fisher, David J.	Call with K. Eckstein regarding remedies issue (0.4); review breach chat issues; conference call with Akin Gump, PriceWaterhouse and Brown Rudnick regarding same (2.4); review various components of Settlement Agreement and comments to same (3.4); preparation of issues list; calls with K. Eckstein, R. Ringer, Brown Rudnick and others regarding outstanding issues (1.5); communications with FTI regarding Settlement Agreement; review of materials (0.8); multiple calls with Brown Rudnick and J. Rosenbaum regarding outstanding issues (0.5); communications with Akin Gump and Brown Rudnick regarding comments to various sections (0.7).	9.70	14,065.00
7/15/2021	Eckstein, Kenneth H.	Call with corporate team re Sackler issues (1.0); review issues list, correspondence, drafts re multiple Sackler settlement issues (2.4); correspond re NewCo Operating agreement, covenants, plan issues (1.2).	4.60	7,245.00
7/15/2021	Ringer, Rachael L.	Call with D. Fisher and KL team re: Sackler issues/updates (1.4).	1.40	1,680.00
7/15/2021	Blabey, David E.	Review and comment on C. Gange memo re appeals (0.1); call with Brown Rudnick and Professor Issacharoff (1.0); work on releases section of brief (1.0); emails and calls with H. Blain re research (0.2).	2.30	2,541.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/15/2021	Taub, Jeffrey	Call w/ KL team and Brown Rudnick team re NewCo Agreement and settlement agreement (1.0); call w/ J. Rosenbaum and E. Miller re indemnification, follow up call w/ J. Rosenbaum re same (0.3).	1.30	1,417.00
7/15/2021	Blain, Hunter	Research regarding confirmation issues (2.1); communications with D. Blabey and KL litigation team re same (0.2); research regarding attorneys' fees provisions in plan (1.1).	3.40	2,431.00
7/15/2021	Khvatskaya, Mariya	Attend call with Brown Rudnick and DPW tax re: outstanding tax items (0.4); review revised annexes (1.2); review revised settlement agreement (0.6).	2.20	2,222.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/16/2021	Fisher, David J.	Review of Settlement Agreement (3.8); revisions, comments and discussion of same with Davis Polk, Akin Gump and Brown Rudnick (0.7); multiple calls with K. Eckstein and A. Libby regarding material outstanding issues and positions regarding same (1.3); review of breach chart and discussions of same (1.2); numerous communications with Akin Gump, Brown Rudnick and Davis Polk regarding issues and positions of same (1.5); calls with K. Eckstein regarding approach and status re same (0.4); draft email responses regarding AHC/UCC positions; discussions of same on conference call with Akin Gump, Brown Rudnick and KL; multiple emails and discussions regarding same (3.5).	12.40	17,980.00
7/16/2021	Rosenbaum, Jordan M.	Calls with DPW and Akin (1.5); review of plan documents (1.7).	3.20	4,080.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/16/2021	Eckstein, Kenneth H.	Call with J. Guard, D. Blabey re confirmation declaration (0.7); call with DPW re Sackler settlement issues (1.0); call with Stewart counsel re excluded parties (0.7); call with A. Libby re issues, next steps(0.8); call with D. Fisher, J. Rosenbaum (0.5); call with Akin, Brown Rudnick, KL re Sackler issues list and proposal (1.5); review memo/issues and comment (0.8); work throughout the day on all plan and Settlement issues (2.0); calls re NewCo board, MDT and NOAT trustees (1.4).	9.40	14,805.00
7/16/2021	Blabey, David E.	Emails with H. Blain and B. Cohen re confirmation research (0.3).	0.30	331.50
7/16/2021	Pistilli, Lia	Assist with Settlement Agreement.	1.50	1,515.00
7/16/2021	Taub, Jeffrey	Call w/ J. Rosenbaum and DPW team re NewCo LLC Agreement, follow up call w/ J. Rosenbaum and e-mail K. Eckstein re same.	0.80	872.00
7/16/2021	Khvatskaya, Mariya	Attend call with DPW and Brown Rudnick tax re: settlement agreement (1.0); review settlement agreement (1.5).	2.50	2,525.00
7/17/2021	Rosenbaum, Jordan M.	Calls with DPW and Akin re plan issues.	1.40	1,785.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/17/2021	Fisher, David J.	Review and revise issues list; communications with Brown Rudnick and Akin Gump regarding same (1.6); review revised drafts of Settlement Agreement and Annexes; communications with Brown Rudnick, Akin Gump and Davis Polk regarding same (2.2); multiple calls and email exchanges with A. Libby (Davis Polk) regarding issues; discussion and negotiation of same; review and discussion of questions regarding same (1.8); conference call with Akin Gump and Brown Rudnick regarding responses; communications with Davis Polk regarding same (1.2); numerous calls and communications with J. Rosenbaum and E. Miller (Akin Gump) regarding issues and responses (0.8); communications with FTI regarding various issues (0.5).	8.10	11,745.00
7/17/2021	Pistilli, Lia	Assist with issues related to finalization of settlement agreement and related annexes.	6.70	6,767.00
7/18/2021	Rosenbaum, Jordan M.	Calls with Akin and DPW re plan issues (1.2); review of plan documents (2.1).	3.30	4,207.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/18/2021	Fisher, David J.	Review multiple drafts of Settlement Agreement and related Annexes (5.1); comments and numerous discussions with creditor professionals regarding same (2.3); multiple conversations with Brown Rudnick and Akin Gump regarding various mark-ups, comments and open issues (1.3); call with K. Eckstein and J. Rosenbaum regarding status (0.5); multiple calls and numerous communications with A. Libby re same (0.8).	10.00	14,500.00
7/18/2021	Eckstein, Kenneth H.	Call with AHC/UCC re open issues (1.3); call with A. Libby re settlement issues (0.6); call with D. Fisher, J. Rosenbaum re status of same (0.5); call with J. Uzzi, J. Rosen, DPW, A. Preis re Sackler issues (1.5); review drafts of Settlement Agreement (2.0).	5.90	9,292.50
7/18/2021	Pistilli, Lia	Assist with issues related to finalization of settlement agreement and related annexes.	4.20	4,242.00
7/19/2021	Rosenbaum, Jordan M.	Call with DPW and Akin (0.9); review of plan documents (1.3).	2.20	2,805.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/19/2021	Fisher, David J.	Review revised drafts of Settlement Agreement and Credit Support Annexes (3.9); multiple discussions, communications and negotiation of same with Milbank and Debevoise (1.6); review revised breach charts; conference call with creditors regarding same (1.5); multiple communications with Brown Rudnick, Davis Polk, Akin Gump and Milbank regarding Settlement issues, proposed resolution (1.4).	8.40	12,180.00
7/19/2021	Eckstein, Kenneth H.	Call with DPW re co-defendants (0.8); call with KF re NOAT/MDT trustee search (1.0); call with S. Burian, S. Gilbert, J. Peacock re search process (0.8); review materials re Sackler issues, call with KL team re same (1.3).	3.90	6,142.50
7/19/2021	Ringer, Rachael L.	Call with E. Vonnegut re: case updates (0.3) call with counsel re: excluded parties (0.7), call with Debtors re: co-defendant issues (0.5).	1.50	1,800.00
7/19/2021	Stoopack, Helayne O.	Review revisions to plan supplement documents and emails from all parties re: same.	4.20	4,746.00
7/19/2021	Taub, Jeffrey	Call w/ J. Rosenbaum re NewCo LLC Agreement and HSR interpretive request, revise interpretive request per same (0.7); e-mail Houlihan team re same (0.2).	0.90	981.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/19/2021	Khvatskaya, Mariya	Review revised settlement agreement (1.8); attend call with DPW, Brown Rudnick re: breach charts (0.7); review revised annexes (0.8); review breach chart (0.4).	3.70	3,737.00
7/19/2021	Pistilli, Lia	Assist with issues related to finalization of settlement agreement and related annexes.	1.50	1,515.00
7/20/2021	Rosenbaum, Jordan M.	Review of plan documents from DOJ.	0.90	1,147.50
7/20/2021	Fisher, David J.	Communications with Brown Rudnick and Davis Polk regarding process, finalization and revisions to Settlement Agreement (0.7); review various provisions regarding open issues on Settlement Agreement and Credit Support Annexes (1.2); calls w/ J. Rosenbaum regarding status (0.2).	2.10	3,045.00
7/20/2021	Eckstein, Kenneth H.	Review Sackler settlement issues, correspond re same (1.4); call with Kirkland re Abbott (0.6); correspond w/ co-counsel re same (0.4); call and correspond re co-defendants (0.7); work on board and trust candidates(1.7).	4.80	7,560.00
7/20/2021	Colucci, Marcus	Analyze status and discuss with IP team.	1.00	1,105.00



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7/20/2021	Taub, Jeffrey	E-mail K. Eckstein re HSR interpretive request (0.2); review DOJ markups of injunction, NewCo LLC Agreement and governance covenants, multiple calls w/ J. Rosenbaum re same (0.9); draft and circulate summary of same (1.0).	2.10	2,289.00
7/20/2021	Khvatskaya, Mariya	Discuss updates on case with H. Stoopack.	0.20	202.00
7/20/2021	Pistilli, Lia	Review settlement agreement and annexes as filed, analyze issues raised.	4.50	4,545.00
7/21/2021	Rosenbaum, Jordan M.	Interviews of potential trustees (1.2); review of transaction documents (0.9).	2.10	2,677.50
7/21/2021	Fisher, David J.	Communications with Brown Rudnick and Davis Polk regarding settlement process (0.3); review open issues in Settlement Agreement and associated documents filed in connection therewith (2.3).	2.60	3,770.00
7/21/2021	Eckstein, Kenneth H.	Call with E. Winston re J. Stewart objection (0.7); interview 4 MDT candidates (3.0); call with DPW re confirmation objections (1.0).	4.70	7,402.50
7/21/2021	Taub, Jeffrey	Review M. Kesselman markup of governance covenants, call w/ J. Rosenbaum and e-mail J. Peacock re same (0.3); call and e-mail w/ G. Coutts re M&A process tracker (0.2); review examiner report, e-mail S. Gilbert re same (0.1).	0.60	654.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/21/2021	Khvatskaya, Mariya	Attend call with Brown Rudnick, Akin and DPW re: annexes (1.0); attend call with DPW, Brown Rudnick, Akin and Sackler counsel re: changes to B side annex (0.6); review revisions to the annexes (0.7).	2.30	2,323.00
7/21/2021	Klegon, Matthew	Review email update from DPW.	0.10	101.00
7/22/2021	Rosenbaum, Jordan M.	Review of Plan documents (0.8).	0.80	1,020.00
7/22/2021	Eckstein, Kenneth H.	Attend MDT interviews (2.5); review operating agreement comments (0.8); calls with J. Rosenbaum, J. Taub re same (0.6).	3.90	6,142.50
7/22/2021	Fisher, David J.	Review of Settlement Agreement and Credit Support Annexes (1.3); attend call with DPW and Brown Rudnick and discussion of process; follow up re same (1.0).	2.30	3,335.00
7/22/2021	Caplan, Jonathan S.	Review deal checklist and review same re IP issues.	0.30	390.00
7/22/2021	Klegon, Matthew	Call with Davis Polk, KL and Brown Rudnick teams re next steps.	0.40	404.00
7/22/2021	Khvatskaya, Mariya	Attend call with DPW and Brown Rudnick tax re: outstanding issues on annexes (0.6); draft summary of same (0.1).	0.70	707.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/22/2021	Taub, Jeffrey	Review Houlihan workstreams tracker, e-mail KL IP team re same (0.3); review and markup DOJ comments on TopCo LLC Agreement, e-mails and call w/ J. Rosenbaum re same (1.6); e-mails and call w/ J. Peacock and J. Rosenbaum re governance covenants (0.7); e-mails w/ J. Rosenbaum and B. Kelly re same (0.2).	2.80	3,052.00
7/23/2021	Fisher, David J.	Review of comments to Settlement Agreement and Credit Support Annexes and communications with Brown Rudnick re same (1.6).	1.60	2,320.00
7/23/2021	Rosenbaum, Jordan M.	Draft and review of transaction documents (1.7).	1.70	2,167.50
7/23/2021	Eckstein, Kenneth H.	Attend MDT interviews (1.0); call with J. Taub, J. Rosenbaum re governance comments, operating issues (0.8); call with DPW, Akin re plan confirmation and objection process (0.8); review objections and comment re same (1.8); calls re Sackler settlement issues (0.6).	5.00	7,875.00
7/23/2021	Caplan, Jonathan S.	Review corporate issues.	0.90	1,170.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/23/2021	Taub, Jeffrey	Prepare for, attend and follow up from call w/ J. Peacock and J. Rosenbaum re governance covenants and DOJ NewCo LLC Agreement comments (1.4); revise governance covenants, NewCo LLC Agreement and TopCo LLC Agreement per same and circulate same (1.8); review, and revise DPW drafts of LLC Agreements and NewCo Operations Agreement, e-mails J. Rosenbaum and G. Coutts re same (2.3).	5.50	5,995.00
7/23/2021	Khvatskaya, Mariya	Review revised TopCo LLC Agreement.	0.20	202.00
7/25/2021	Fisher, David J.	Review comments/ markups to Settlement Agreement and Credit Support Annexes (0.8); comments and emails to Brown Rudnick and Akin re same (0.4).	1.20	1,740.00
7/25/2021	Rosenbaum, Jordan M.	Draft and review of documents.	1.40	1,785.00
7/25/2021	Blabey, David E.	Draft third-party release section of confirmation brief.	6.20	6,851.00
7/25/2021	Taub, Jeffrey	Review, revise and circulate Houlihan work steams tracker, e-mail KL IP team same (0.5); call w/ J. Rosenbaum re NewCo LLC Agreement and Operations Agreement (0.8); revise NewCo LLC Agreement, Operations Agreement and TopCo LLC Agreement, circulate same (2.8).	4.10	4,469.00



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7/26/2021	Rosenbaum, Jordan M.	Attend call with DPW and Akin and Brown Rudnick (0.5); review of plan documents and DOJ comments (1.2).	1.70	2,167.50
7/26/2021	Fisher, David J.	Attend call with Davis Polk, Brown Rudnick, Akin Gump and KL regarding Settlement Agreement issues; discussion of same in advance of conference call with Debevoise and Milbank (0.7); review mark-ups of Credit Support Annexes by Brown Rudnick; communications with Brown Rudnick and Akin Gump regarding same (0.5).	1.20	1,740.00
7/26/2021	Eckstein, Kenneth H.	Review and comment on amended plan (1.6).	1.60	2,520.00
7/26/2021	Stoopack, Helayne O.	Review M&A transfer checklist, comments on TopCo and NewCo LLC Agreements, revisions to Plan.	0.50	565.00
7/26/2021	Taub, Jeffrey	Review DPW draft governance comments, e-mails w/ J. Peacock and call w/ J. Rosenbaum re same (0.4); revise and circulate governance covenants (0.8); e-mails and call w/ J. Charles re NewCo and TopCo LLC Agreements (0.5); revise NewCo and TopCo LLC Agreements per AHC and Brown Rudnick comments, circulate same and NewCo Operations Agreement (1.8).	3.50	3,815.00
7/26/2021	Pistilli, Lia	Attend settlement strategy call with D. Fisher, J. Rosenbaum, A. Libby, A Pries and others.	0.50	505.00



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7/26/2021	Khvatskaya, Mariya	Review governance covenants (0.6); review revised NewCo and TopCo agreements (1.6).	2.20	2,222.00
7/27/2021	Rosenbaum, Jordan M.	Attend call with DPW and Akin and Debevoise and Milbank (0.8); draft and review of plan documents (0.9).	1.70	2,167.50
7/27/2021	Fisher, David J.	Review filed Settlement Agreement documents and issues list from Sacklers regarding same (1.4); attend call with Davis Polk, creditor professionals, Debevoise and Milbank regarding issues list and negotiations of same (3.0); follow-up calls with Brown Rudnick, J. Rosenbaum and T. Wallach (0.4); communications with K. Eckstein and R. Ringer regarding same (0.3); review mark-up of termination rider from Akin and communications with Brown Rudnick regarding same (0.4).	5.50	7,975.00
7/27/2021	Eckstein, Kenneth H.	Attend call with DPW, Akin re plan objections and plan issues (0.8); call w/DPW re co-defendant objection and issues (0.7); call with A. Preis re MDT trustees and plan issues(0.5); interview NOAT trustee candidate (0.8); call with potential NewCo board chair re NewCo issues (0.4); revise governance and operating covenants (1.4); call and correspond w/ AHC counsel re Sackler issues (0.8).	5.40	8,505.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/27/2021	Ringer, Rachael L.	Coordinate with Brown Rudnick re: plan comments/NOAT comments (1.0).	1.00	1,200.00
7/27/2021	Stoopack, Helayne O.	Review chart re: separate tax matters agreements.	0.50	565.00
7/27/2021	Khvatskaya, Mariya	Review tax matters agreements chart.	0.10	101.00
7/27/2021	Taub, Jeffrey	E-mails w/ J. Peacock, Pillsbury team re governance covenants (0.2); e-mail J. Rosenbaum re DPW comments on NewCo LLC Agreement (0.1).	0.30	327.00
7/28/2021	Fisher, David J.	Review of issues related to Settlement Agreement and treatment of same in filed draft (1.4); communications with Brown Rudnick regarding various issues on Settlement Agreement (0.5); conference call with Brown Rudnick and KL regarding Tax Agreement (0.4).	2.30	3,335.00
7/28/2021	Eckstein, Kenneth H.	Call with K. Marino (Stewart) (0.5) and J. Potter (Timney) (0.6) re objections and settlement; call with S. Burian, G. Cicero re MDT and board selectins (0.7); call with AHC advisors re MDT and board selections (0.8); call with interview working group (0.8); interview NOAT candidates (2.0); interview NewCo board candidates (1.0); review materials re co-defendants, officer objections, calls re same (1.3).	7.70	12,127.50



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/28/2021	Ringer, Rachael L.	Coordinate with KL team re: operating agreements (0.6), call w/ AHC advisors re: NOAT distribution procedures (0.5), call with Brown Rudnick re same (0.4), call with DPW/Gilbert re: co-defendant objection (0.5).	2.00	2,400.00
7/28/2021	Rosenbaum, Jordan M.	Review of plan documents (0.8); attend interviews of NewCo board candidates (1.0).	1.80	2,295.00
7/28/2021	Stoopack, Helayne O.	Review Plan Supplement documents (2.0); call with Brown Rudnick re: tax matters agreement and email K. Eckstein re: same (0.3); review Milbank and DPW changes to credit support annex (0.9); attend call with Brown Rudnick, Akin, DPW re: same and tax matters agreement (1.3); review revisions to Plan (1.2); review revised HSR request (0.6); review comments to Settlement Agreement (0.8).	7.10	8,023.00
7/28/2021	Taub, Jeffrey	Review internal Purdue policies, call w/ J. Rosenbaum re same, review Pillsbury comments to NewCo and TopCo LLC Agreements, e-mails KL and Pillsbury teams re same (0.4); e-mails w/ KL team and DPW team re HSR interpretive request (0.2); e-mail DPW team re comments on NewCo LLC Agreement (0.3); review DOJ revised drafts of governance covenants, NewCo and TopCo LLC Agreements, revise and circulate issues list re same (1.3).	2.20	2,398.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/28/2021	Khvatskaya, Mariya	Attend call with KL and Brown Rudnick re: tax matters agreement (0.3); review B side annex (0.2); attend call with Brown Rudnick, Akin and DPW tax re: tax matters agreement and B side annex (1.3).	1.80	1,818.00
7/28/2021	Gange, Caroline	Review and circulate revised Plan (0.4); emails w/ KL team re same (0.2).	0.60	570.00
7/28/2021	Taub, Jeffrey	Attend call w/ AHC and financial advisors re Plan (1.3).	1.30	1,417.00
7/29/2021	Rosenbaum, Jordan M.	Review of plan documents (0.4); call with A. Troop (0.5).	0.90	1,147.50
7/29/2021	Fisher, David J.	Communications with Brown Rudnick and Akin Gump regarding Settlement Agreement.	0.40	580.00
7/29/2021	Eckstein, Kenneth H.	Call with Akin, KF re NOAT and MDT search (1.4); call with J. Potter (0.4); call with A. Preis, A. Troop re Sackler settlement (0.5).	2.30	3,622.50
7/29/2021	Ringer, Rachael L.	Call with DPW re: plan questions (0.5).	0.50	600.00
7/29/2021	Stoopack, Helayne O.	Attend weekly corporate call with KL and BR (1.3); attend call with Brown Rudnick, DPW, Akin and family counsel re: tax matters agreement, credit support annex (1.3); review Debevoise/Milbank revisions to Settlement Agreement (0.8).	3.40	3,842.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/29/2021	Taub, Jeffrey	Attend weekly corporate status call with KL, Brown Rudnick and financial advisors (0.8); call w/ financial advisors re governance covenants, follow up call w/ J. Rosenbaum re same (0.6); prepare for and attend call w/ Pillsbury and NCSG re NewCo and TopCo LLC Agreement (1.0); revise NewCo and TopCo LLC Agreement per same, call w/ J. Rosenbaum re same and circulate same (1.3).	3.70	4,033.00
7/29/2021	Khvatskaya, Mariya	Attend call with Brown Rudnick and KL re: M&A update (0.8); call with family counsel re: tax matters agreement (1.4); review revised B side annex (0.3).	2.50	2,525.00
7/29/2021	Gange, Caroline	Attend call w/ DPW re Plan questions (0.5); review same (0.4).	0.90	855.00
7/30/2021	Rosenbaum, Jordan M.	Call with Akin and DPW and Brown Rudnick re corporate issues (1.3); review of plan documents (0.8).	2.10	2,677.50
7/30/2021	Fisher, David J.	Review markup of Settlement Agreement distributed by Milbank and Debevoise (1.2); attend call with Akin Gump, Davis Polk, Brown Rudnick and KL to discuss same (2.5); communications with FTI regarding various issues regarding Settlement Agreement (0.3).	4.00	5,800.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/30/2021	Eckstein, Kenneth H.	Attend call w/ AHC advisors re Sackler settlement issues (0.8); call with Marino, J. Potter re settlement issues (0.7); review comments to governance covenants (0.4); call with Company re same (0.4).	2.30	3,622.50
7/30/2021	Stoopack, Helayne O.	Review advance budgets (0.4); call with DPW et al. re: mark up of Settlement Agreement (1.5).	1.90	2,147.00
7/30/2021	Pistilli, Lia	Review Sackler comments to Settlement agreement (3.6); attend creditor conference call with counsel from Davis Polk; Brown Rudnick, Akin and Province, including A. Libby, D. Fisher T. Wallach and others (2.6).	6.20	6,262.00
7/30/2021	Taub, Jeffrey	Multiple e-mails and call w/ KL team, client and co-counsel re governance covenants (0.3); revise NewCo and TopCo LLC Agreements per client and Brown Rudnick comments, circulate same (1.1).	1.40	1,526.00
7/30/2021	Khvatskaya, Mariya	Attend call with Brown Rudnick re: settlement agreement (2.6); review revisions to the settlement agreement (0.4).	3.00	3,030.00
7/30/2021	Gange, Caroline	Review pre-effective date budgets (0.9); emails w/ B. Kelley re same (0.6); emails w/ NCSG and MSGE re same (0.2).	1.70	1,615.00
7/31/2021	Fisher, David J.	Review markup of Settlement Agreement from Brown Rudnick.	0.50	725.00



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DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
7/31/2021	Stoopack, Helayne O.	Review DOJ mark of governance covenants (0.3); call w/ B. Kelly and emails J. Taub and J. Rosenbaum re: same (0.3); review and revise Brown Rudnick draft of NOAT tax matters agreement (2.4).	3.00	3,390.00
7/31/2021	Pistilli, Lia	Review revised settlement agreement.	2.20	2,222.00
TOTAL			752.10	\$954,951.50

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Ad Hoc Committee of Governmental and Other
Contingent
Litigation Claimants

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FOR Disbursement rendered through July 31, 2021.

Disbursements and Other Charges

8,734.22

FEES AND DISBURSEMENTS POSTED AFTER THE BILLING PERIOD SHOWN ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID # 13-1944339

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas, New York, NY 10036
T 212.715.9100 F 212.715.8000



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DISBURSEMENTS AND OTHER CHARGES SUMMARY

DESCRIPTION	AMOUNT
Bloomberg Law Retrieval Fees	\$4.46
Color Copies	13.70
Courier Services	421.28
Data Hosting Charges	511.44
Document Retrieval Fees-Third Party	39.14
In-House/Meals	40.00
Lexis Online Research	734.94
Meals/T & E	15.45
Pacer Online Research	35.60
Photocopying	225.30
Telecommunication Charges	357.65
Transcript Fees	106.80
Westlaw Online Research	6,228.46
TOTAL DISBURSEMENTS AND OTHER CHARGES	\$8,734.22



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DISBURSEMENTS AND OTHER CHARGES DETAIL

Bloomberg Law Retrieval Fees

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/16/2021	Cohen Boaz	Bloomberg Law Retrieval Fees	\$4.46
Subtotal			\$4.46

Color Copies

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/14/2021	Wagner Jonathan M.	Color Copies Wagner, Jonathan M.	\$3.70
7/23/2021	Pistilli Lia	Color Copies Pistilli, Lia	\$1.80
7/29/2021	Fisher David J.	Color Copies Fisher, David J.	\$8.20
Subtotal			\$13.70

Courier Services

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/13/2021	Barry Elaine	Fedex charges by Barry, Elaine on 07/13/2021	\$74.09
7/20/2021	Barry Elaine	Fedex charges by Barry, Elaine on 07/20/2021	\$51.08
7/20/2021	Kennedy Karen S.	NPD Logistics LLC	58.64
7/20/2021	Kane Wendy	Fedex charges by Kane, Wendy on 07/20/2021	45.14
7/23/2021	Fisher David J.	Fedex charges by Clarke, Dennis on 07/23/2021	\$41.69
7/23/2021	Pistilli Lia	Fedex charges by MAILROOM/Odum on 07/23/2021	39.97



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7/29/2021	Kennedy Karen S.	NPD Logistics LLC	\$41.09
7/29/2021	Fisher David J.	Fedex charges by Epps, Sonseearray on 07/29/2021	27.32
7/29/2021	Kane Wendy	Fedex charges by Kane, Wendy on 07/29/2021	42.26
Subtotal			\$421.28

Data Hosting Charges

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/26/2021	Eckstein Kenneth H.	Data Hosting Charges	\$511.44
Subtotal			\$511.44

Document Retrieval Fees-Third Party

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/2/2021	Wagner Jonathan M.	Science Direct Article - Jonathan Wagner Expense Date: 07/02/21	\$39.14
Subtotal			\$39.14

In-House/Meals

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/15/2021	Blain Hunter	In-House/Meals	\$40.00
Subtotal			\$40.00



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Lexis Online Research

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/12/2021	Goot Rachel	Lexis Online Research	\$123.32
7/13/2021	Goot Rachel	Lexis Online Research	\$123.32
7/14/2021	Goot Rachel	Lexis Online Research	\$246.65
7/18/2021	Goot Rachel	Lexis Online Research	\$241.65
Subtotal			\$734.94

Meals/T & E

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/8/2021	Wagner Jonathan M.	Jonathan M. Wagner - Lunch In connection with Deposition of Cowan	\$15.45
Subtotal			\$15.45

Pacer Online Research

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/15/2021	Blain Hunter	Pacer Online Research Blain, Hunter	\$5.40
7/21/2021	Lennard Daniel	Pacer Online Research Lennard, Daniel	\$4.80
7/21/2021	Blain Hunter	Pacer Online Research Blain, Hunter	25.40
Subtotal			\$35.60



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Photocopying

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/14/2021	Wagner Jonathan M.	Photocopying Wagner, Jonathan M.	\$7.20
7/19/2021	Wagner Jonathan M.	Photocopying Wagner, Jonathan M.	\$1.60
7/20/2021	Kane Wendy	Photocopying Kane, Wendy	\$119.80
7/23/2021	Pistilli Lia	Photocopying Pistilli, Lia	\$19.50
7/29/2021	Fisher David J.	Photocopying Fisher, David J.	\$16.40
7/29/2021	Kane Wendy	Photocopying Kane, Wendy	60.80
Subtotal			\$225.30

Telecommunication Charges

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/1/2021	Schinfeld Seth F.	Telecommunication Charges by Seth Schinfeld	\$6.50
7/2/2021	Schinfeld Seth F.	Telecommunication Charges by Seth Schinfeld	\$12.31
7/2/2021	Ringer Rachael L.	Telecommunication Charges by Rachael Ringer	11.08
7/5/2021	Taub Jeffrey	Telecommunication Charges by Jeffrey Taub	\$38.28
7/6/2021	Schinfeld Seth F.	Telecommunication Charges by Seth Schinfeld	\$7.07
7/6/2021	Taub Jeffrey	Telecommunication Charges by Jeffrey Taub	9.43
7/7/2021	Ringer Rachael L.	Telecommunication Charges by Rachael Ringer	\$1.69



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7/7/2021	Taub Jeffrey	Telecommunication Charges by Jeffrey Taub	41.68
7/7/2021	Goot Rachel	Telecommunication Charges by Rachel Goot	1.82
7/8/2021	Schinfeld Seth F.	Telecommunication Charges by Seth Schinfeld	\$11.08
7/8/2021	Khvatskaya Mariya	Telecommunication Charges by Mariya Khvatskaya	0.03
7/12/2021	Schinfeld Seth F.	Telecommunication Charges by Seth Schinfeld	\$5.97
7/12/2021	Taub Jeffrey	Telecommunication Charges by Jeffrey Taub	10.72
7/12/2021	Gange Caroline	Telecommunication Charges by Caroline Gange	1.73
7/13/2021	Fisher David J.	Telecommunication Charges by David Fisher	\$3.35
7/14/2021	Taub Jeffrey	Telecommunication Charges by Jeffrey Taub	\$21.59
7/14/2021	Gange Caroline	Telecommunication Charges by Caroline Gange	3.28
7/15/2021	Schinfeld Seth F.	Telecommunication Charges by Seth Schinfeld	\$6.14
7/15/2021	Fisher David J.	Telecommunication Charges by David Fisher	23.36
7/15/2021	Taub Jeffrey	Telecommunication Charges by Jeffrey Taub	0.56
7/15/2021	Khvatskaya Mariya	Telecommunication Charges by Mariya Khvatskaya	4.32
7/16/2021	Taub Jeffrey	Telecommunication Charges by Jeffrey Taub	\$8.36
7/19/2021	Schinfeld Seth F.	Telecommunication Charges by Seth Schinfeld	\$10.52



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7/19/2021	Gange Caroline	Telecommunication Charges by Caroline Gange	25.61
7/20/2021	Gange Caroline	Telecommunication Charges by Caroline Gange	\$11.86
7/21/2021	Gange Caroline	Telecommunication Charges by Caroline Gange	\$11.71
7/22/2021	Schinfeld Seth F.	Telecommunication Charges by Seth Schinfeld	\$3.35
7/22/2021	Taub Jeffrey	Telecommunication Charges by Jeffrey Taub	0.53
7/22/2021	Khvatskaya Mariya	Telecommunication Charges by Mariya Khvatskaya	8.95
7/22/2021	Gange Caroline	Telecommunication Charges by Caroline Gange	10.25
7/23/2021	Taub Jeffrey	Telecommunication Charges by Jeffrey Taub	\$5.38
7/23/2021	Gange Caroline	Telecommunication Charges by Caroline Gange	11.44
7/26/2021	Schinfeld Seth F.	Telecommunication Charges by Seth Schinfeld	\$2.99
7/28/2021	Taub Jeffrey	Telecommunication Charges by Jeffrey Taub	\$0.03
7/28/2021	Gange Caroline	Telecommunication Charges by Caroline Gange	6.07
7/29/2021	Schinfeld Seth F.	Telecommunication Charges by Seth Schinfeld	\$5.98
7/29/2021	Taub Jeffrey	Telecommunication Charges by Jeffrey Taub	10.31
7/29/2021	Gange Caroline	Telecommunication Charges by Caroline Gange	2.32



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Subtotal	\$357.65
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Transcript Fees

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/29/2021	Kane Wendy	Veritext New York Reporting Co., A Veritext Company	\$106.80
Subtotal			\$106.80

Westlaw Online Research

DATE	TIMEKEEPER	DESCRIPTION	AMOUNT
7/1/2021	Blabey David E.	Westlaw Online Research	\$107.92
7/1/2021	Lennard Daniel	Westlaw Online Research	107.92
7/1/2021	Goot Rachel	Westlaw Online Research	323.75
7/1/2021	Engelmann Catherine	Westlaw Online Research	107.92
7/9/2021	Wolfe Nathan	Westlaw Online Research	\$244.69
7/15/2021	Blain Hunter	Westlaw Online Research	\$107.92
7/19/2021	Blabey David E.	Westlaw Online Research	\$323.75
7/20/2021	Blain Hunter	Westlaw Online Research	\$107.92
7/21/2021	Blabey David E.	Westlaw Online Research	\$107.92
7/21/2021	Lennard Daniel	Westlaw Online Research	215.83
7/22/2021	Lennard Daniel	Westlaw Online Research	\$107.92
7/23/2021	Lennard Daniel	Westlaw Online Research	\$107.92
7/24/2021	Lennard Daniel	Westlaw Online Research	\$107.92
7/25/2021	Blabey David E.	Westlaw Online Research	\$323.75
7/25/2021	Lennard Daniel	Westlaw Online Research	539.58



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7/26/2021	Blabey David E.	Westlaw Online Research	\$539.58
7/26/2021	Lennard Daniel	Westlaw Online Research	107.92
7/26/2021	Goot Rachel	Westlaw Online Research	458.02
7/27/2021	Lennard Daniel	Westlaw Online Research	\$107.92
7/27/2021	Gange Caroline	Westlaw Online Research	323.75
7/27/2021	Blain Hunter	Westlaw Online Research	215.83
7/27/2021	Goot Rachel	Westlaw Online Research	291.13
7/28/2021	Blabey David E.	Westlaw Online Research	\$162.50
7/28/2021	Gange Caroline	Westlaw Online Research	431.66
7/28/2021	Goot Rachel	Westlaw Online Research	107.92
7/29/2021	Lennard Daniel	Westlaw Online Research	\$215.84
7/29/2021	Gange Caroline	Westlaw Online Research	107.92
7/30/2021	Blabey David E.	Westlaw Online Research	\$215.84
Subtotal			\$6,228.46
TOTAL			\$8,734.22